

UNITED STATES MARINE CORPS MARINE CORPS SYSTEMS COMMAND 2200 LESTER STREET QUANTICO, VIRGINIA 22134-5010

5720
DON-USMC-2015-008056
27 Aug 15

SENT VIA EMAIL TO: foia@foia.com

FOIA GROUP

Ms. Rose Santos P.O. Box 368 Depew NY 14043

SUBJECT: FOIA DON-USMC-2015-008056

Dear Ms. Santos:

This responds to your FOIA requested dated August 1, 2015, which requests a copy of contract M67854-13-F-4802, including Task Orders and SOW/PWS

In light of the MCI Worldcom, Inc, v. GSA decision, the Department of Justice Office of Information and Privacy has advised the Navy Office of the General Counsel that submitter notification in accordance with Executive Order 12,600 should be made whenever an agency receives a FOIA request for documents that contain potentially confidential information in order to obtain and consider any objections to disclosure. Therefore, in accordance with Presidential Executive Order 12,600, we allowed the submitter to review the documents and provide comment.

Pursuant to the aforementioned Executive Order 12,600 request, the submitter provided the Marine Corps Systems Command with proposed redactions pursuant to Exemptions 5 U.S.C. § 552(b)(4). These submitter redactions are identified in the enclosed documents.

Specifically, FOIA Exemption 5 U.S.C. § 552(b)(4) exempts from disclosure (i) voluntarily submitted commercial or financial information provided that the submitter does not "customarily" disclose the information to the public and provided that disclosure would be likely to interfere with the continued and full availability of the information to the government, or (ii) information likely to cause substantial harm to the competitive position of the person from whom it was obtained and likely to impact on the government's ability to obtain reliable information in the future. See Critical Mass Energy Project v. NRC, 975 F2d 871, 879-80 (D.C. Cir. 1992), cert. denied, 113 S. Ct. 1579 (1993); National Parks & Conservation Ass'n v. Morton, 498 F2d 765, 766 (D.C. Cir. 1974); Canadian Commercial Corp. v. Dept. of Air Force, 514 F.3d 37 (D.C. Cir., 2008).

In an effort to minimize further delay we request that you review the enclosures and identify any withheld information that you believe was withheld improperly. MARCORSYSCOM will then determine whether the release of any requested information is proper under the FOIA and provide any additional releasable information in a "final release"

DON-USMC-2015-008056 Page 2 of 3 27 Aug 15

letter. If we do not receive any notification from you, which specifically requests the release of any redacted information by September 28, 2015, this letter will become the final response and we will close this FOIA request.

As of August 27, 2015, one hour of search and review (currently billed at \$44 per hour) has been expended during the processing of your request. Please remit a check or money order, payable to the Treasurer of the United States in the amount of \$44.00 to: COMMANDER, ATTN LAW, MARCORSYSCOM, 2200 LESTER STREET, SUITE 120, QUANTICO VA 22134-5010.

If at any time you are not satisfied that a diligent effort was made to process your request, you may file an administrative appeal with the Assistant to the General Counsel (FOIA) at: Department of the Navy, Office of the General Counsel, ATTN: FOIA Appeals Office, 1000 Navy Pentagon Room 4E635, Washington DC 20350-1000.

For consideration, the appeal must be received in that office within 60 days from the date of this letter. Attach a copy of this letter and a statement regarding why you believe an adequate search was not conducted. Both your appeal letter and the envelope should bear the notation "FREEDOM OF INFORMATION ACT APPEAL". Please provide a copy of any such appeal letter to the MARCORSYSCOM address above.

Any questions concerning this matter should be directed to Mrs. Bobbie Cave at (703) 432-3934 or bobbie.cave@usmc.mil.

Sincerely,

LISA L. BAKER

Counsel

AMENDMENT OF COLLOTER	TIONALODIE	ICATION OF CONTRA CT		1. CONTRACT ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J	1 7
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJE	CT NO.(If applicable)
P00001	18-Dec-2012	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (If other than item 6)		CODE	
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR (No. Street County S	tate and Zin Code)	9A	. AMENDMENT OF S	OLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR	ino., street, country, s	- Lance and Exp Code)		. DATED (SEE ITEM	
MC LEAN VA 22102-3703			X 102 M6	A. MOD. OF CONTRA 7854-13-F-4802	ACT/ORDER NO.
				B. DATED (SEE ITE)	M 13)
CODE 5UTP8	FACILIT Y COD)E		-Nov-2012	
		PPLIES TO AMENDMENTS OF SOLIC			
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	date specified for receipt of Offer	is ex	stended, is not e	rtended.
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a ret RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	copies of the amendment erence to the solicitation a E RECEIP TOF OFFERS F endment you desire to char	t; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AG PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on each CKNOW MAY RI e made by	a copy of the offer submitted LEDGMENT TO BE ESULT IN telegram or letter,	;
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)				
See Schedule	A A A D DA HEG CAN A M		VODDE	D.C.	
IT MODI	FIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACTS CT/ORDER NO. AS DESCRIBED IN ITE	EM 14.		
A. THIS CHANGE ORDER IS ISSUED PURSU. CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify at	tthority) THE CHANGES SET FORTH II	N ITEN	M 14 ARE MADE IN 1	.'HE
B. THE ABOVE NUMBERED CONTRACT/Ol office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.212-4	ENTERED INTO TO	RSCANT TO AUTHORIT I OF.			
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	X is required to sign	n this document and return 1	copies	to the issuing office.	
4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker13968 The purpose of modification P00001 to task order M67854-13-F-4802 is to: 1) Assign the COR duties to Michael W. Wright; 2) Make CLIN 0002 an informational CLIN; 3) Add Option SLINs 0002AA, 0002AB, 0002AC, 0002AD, and 0002AE; and 4) Exercise SLINs 0002AA and 0002AC.					
Except as provided herein, all terms and conditions of the do 15A. NAME AND TITLE OF SIGNER (Type or page 155).		DA or 10A, as heretofore changed, remains unchang 16A. NAME AND TITLE OF CON LISA BOTKIN/ CONTRACTING OFFICER TEL: 703-432-5099	NTRAC		e or print)
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			1	16C. DATE SIGNED
		BY Asa R.	B	est kin	18-Dec-2012
(Signature of person authorized to sign)		(Signature of Contracting Offi			10-DCC-2012

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) (b)(4)

SUPPLIES OR SERVICES AND PRICES

CLIN 0002

The CLIN type priced has been deleted.

The pricing detail quantity 1.00 has been deleted.

The unit price amount has decreased by \$1,000,000.00 from \$1,000,000.00 to \$0.00.

The total cost of this line item has decreased by \$1,000,000.00 from \$1,000,000.00 to UNDEFINED.

SUBCLIN 0002AA is added as follows:

UNIT PRICE ITEM NO SUPPLIES/SERVICES **QUANTITY UNIT** AMOUNT 0002AA Each \$1.00 (b)(4)

EXERCISED ECP 1758-IBM Cognos TM1 Prof Auth Tool OPTION

FFP

ECP 1758 in accordance with the attached PWS Section 1.8.1.8 IBM Cognos TM1 and Professional Authoring Tools Support, inclusive of any and all travel and ODCs. To be invoiced in accordance with the attached Milestone Billing Schedule.

ACRN AB

FOB: Destination

MILSTRIP: M0008513RC00005

PURCHASE REQUEST NUMBER: M0008513RC00005

NET AMT

CIN: M0008513RC000050002AA

SUBCLIN 0002AB is added as follows:

ITEM NO 0002AB OPTION

SUPPLIES/SERVICES

QUANTITY (b)(4) **UNIT** Each

UNIT PRICE \$1.00

AMOUNT

ECP 1758-IBM Cognos TM1 Prof Auth Tool

FFP

ECP 1758 in accordance with the attached PWS Section 1.8.1.8 IBM Cognos TM1 and Professional Authoring Tools Support, inclusive of any and all travel and ODCs. To be invoiced in accordance with the attached Milestone Billing

Schedule.

FOB: Destination

NET AMT

(b)(4)

SUBCLIN 0002AC is added as follows:

ITEM NO 0002AC

SUPPLIES/SERVICES

QUANTITY _(b)(4)__ **UNIT** Each

UNIT PRICE \$1.00

AMOUNT

EXERCISED OPTION

ECP 1759-IBM Cognos TM1 Prof Auth Tool

FFP

ECP 1759 in accordance with the attached PWS Section 1.8.1.9 IBM Cognos TM1 and Professional Authoring Tools Support, inclusive of any and all travel and ODCs. To be invoiced in accordance with the attached Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M0008513RC00005

PURCHASE REQUEST NUMBER: M0008513RC00005

NET AMT

ACRN AB

CIN: M0008513RC000050002

SUBCLIN 0002AD is added as follows:

ITEM NO 0002AD OPTION

SUPPLIES/SERVICES

QUANTITY _(b)(4)__ UNIT Each

UNIT PRICE \$1.00

AMOUNT

ECP 1759-IBM Cognos TM1 Prof Auth Tool

FFP

ECP 1759 in accordance with the attached PWS Section 1.8.1.9 IBM Cognos TM1 and Professional Authoring Tools Support, inclusive of any and all travel and ODCs. To be invoiced in accordance with the attached Milestone Billing

Schedule.

FOB: Destination

NET AMT

(b)(4)

SUBCLIN 0002AE is added as follows:

ITEM NO 0002AE

SUPPLIES/SERVICES

QUANTITY __(b)(4)__

UNIT Each

UNIT PRICE \$1.00

AMOUNT (b)(4) NTE

OPTION Engineering Change Proposals (ECPs)

FFP

ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all

travel and ODCs. FOB: Destination

NET AMT

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4)(b)(4)

SUBCLIN 0002AA:

Funding on SUBCLIN 0002AA is initiated as follows:

ACRN: AB

CIN: M0008513RC000050002AA

Acctng Data: 17311064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Total: (b)(4)

Cost Code: 08513RC00005

SUBCLIN 0002AC:

Funding on SUBCLIN 0002AC is initiated as follows:

ACRN: AB

CIN: M0008513RC000050002

Acctng Data: 17311064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Total: __(b)(4)__

Cost Code: 08513RC00005

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 0002AA:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854
31-MAR-2013 COMMAND
MICHAEL W WRIGHT
2200 LESTER STREET
QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AB:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AC:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

31-MAR-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AD:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AA:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AB:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AC:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AD:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AE:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been added by full text:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA,

0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)
0002AA	2	Feb-13	(b)(4)
0002AA	3	Mar-13	(b)(4)
0002AB	4	Apr-13	(b)(4)
0002AB	5	May-13	(b)(4)
0002AB	6	Jun-13	(b)(4)
0002AB	7	Jul-13	(b)(4)
0002AB	8	Aug-13	(b)(4)
0002AB	9	Sep-13	(b)(4)
0002AB	10	Oct-13	(b)(4)
0002AB	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)
0002AC	2	Feb-13	(b)(4)
0002AC	3	Mar-13	(b)(4)
0002AD	4	Apr-13	(b)(4)
0002AD	5	May-13	(b)(4)
0002AD	6	Jun-13	(b)(4)
0002AD	7	Jul-13	(b)(4)
0002AD	8	Aug-13	(b)(4)
0002AD	9	Sep-13	(b)(4)
0002AD	10	Oct-13	(b)(4)
0002AD	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

(End of Summary of Changes)

	TION A CODIE	ACA EVON OF CONTENA CE	1. CONTRACT ID CODE	PAGE OF PAGES	
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J	1 11	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/P URCHASE REQ. NO.	5. PROJ	ECT NO.(If applicable)	
P00024	31-Jul-2015	SEE SCHEDULE			
6. ISSUED BY CODE COMMANDER, MARINE CORPS SYSTEMS COMMAND ATTN: MELANIE HAYNIE 2200 LESTER STREET QUANTICO VA 22143	M67854	7. ADMINISTERED BY (Ifother than item6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE M	67854	
NAME AND ADDRESS OF CONTRACT OR (I LEIDOS, INC. HEATHER DAMBLY 11951 FREEDOM DR	No., Street, County, S	State and Zip Code)	9A. AMENDMENT OF 9B. DATED (SEE ITER		
RESTON VA 20190-5640		-	X 10A. MOD. OF CONT I M67854-13-F-4802		
CODE 68652	EACH IT V COD		10B. DATED (SEE IT) X 09-Nov-2012	±M 13)	
CODE 6B6E2	FACILIT Y COD	PPLIES TO AMENDMENT S OF SOLIC	00 1.01 2012		
The above numbered solicitation is amended as set forth				extended.	
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a reference The REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment rence to the solicitation a RECEIP T OF OFFERS P andment you desire to char olicitation and this amend	t; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	on each copy of the offer submitt KNOWLEDGMENT TO BE MAY RESULT IN made by telegram or letter,	rd;	
 ACCOUNT ING AND APPROPRIATION DA See Sche dule 	I A (II required)				
	M ADDITES ONLY T	TO MODIFICAT IONS OF CONT RACT S	ODDEDS		
	TES THE CONTRAC	CT/ORDER NO. AS DESCRIBED IN ITE	M 14.	N THE	
CONT RACT ORDER NO. IN ITEM 10A.					
B. THE ABOVE NUMBERED CONTRACT/OI office, appropriation date, etc.) SET FORT X C. THIS SUPPLEMENT AL AGREEMENT IS 1	H IN ITEM 14, PUR	SUANT TO THE AUTHORITY OF FAR		es in paying	
FAR 52.217-9	arranda arro re				
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return 1	copies to the issuing office.		
 14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker152282 The purpose of modification P00024 to task order M67854-13-F-4802 is to: 1) Incorporate, fund, and exercise SLIN 2002AG; 2) Update SLIN 2002AB amount; 3) Update the Special Requirements Section to reflect the current PWS; and 4) Update the Miestone Billing Schedule. 					
All other terms and conditions remain the same. Therefore, the task order is modified as follows:					
Except as provided herein, all terms and conditions of the doc 15A. NAME AND TITLE OF SIGNER (Type or p		0A or 10A, as heretofore changed, remains unchang 16A. NAME AND TITLE OF CON TOMMY KING / CONTRACT SPECIALIST TEL: 703-432-5086			
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			16C. DAT E SIGNED	
-		BY	white		
(Signature of person authorized to sign)		(Signature of Contracting Offi	icer)	31-Jul-2015	

AMOUNT

_(b)(4)__

(b)(4)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 2002AB

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 2002AG is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE 2002AG 3 Each (b)(4)

2002AG 3 Each EXERCISED ECPs 175-177 1982 2002-2004

EXERCISED ECPs 175-177, 1982, 2002-2004 OPTION

FFP

ECPs 175-177, 1982, and 2002-2004 in accordance with the attached PWS Sections 1.8.2.34, 1.8.2.35, 1.8.2.36, 1.8.2.37, and 1.8.2.38 inclusive of any and all travel and ODCs.

POP 15 August 2015 - 14 November 2015.

FOB: Destination

MILSTRIP: M9545015RCG2417

PURCHASE REQUEST NUMBER: M9545015RCG2417

NET AMT (b)(4)

ACRN AF

CIN: M9545015RCG24170005

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2002AG:

Funding on SUBCLIN 2002AG is initiated as follows:

ACRN: AF

CIN: M9545015RCG24170005

Acctng Data: 17511061A2A 310 67854 067443 2D M95450

Increase: __(b)(4)___

Total: $_{(b)(4)}_{}$

Cost Code: 5RCG241710LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 2002AG:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-AUG-2015 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AG:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONEBILLINGSCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)
0002AA	2	Feb-13	(b)(4)
0002AA	3	Mar-13	(b)(4)
0002AA	4	Apr-13	(b)(4)
0002AA	5	May-13	(b)(4)
0002AA	6	Jun-13	(b)(4)
0002AA	7	Jul-13	(b)(4)
0002AB	8	Aug-13	(b)(4)
0002AB	9	Sep-13	(b)(4)

0002AB	10	Oct-13	(b)(4)
0002AB	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)
0002AC	2	Feb-13	(b)(4)
0002AC	3	Mar-13	(b)(4)
0002AC	4	Apr-13	(b)(4)
0002AC	5	May-13	(b)(4)
0002AC	6	Jun-13	(b)(4)
0002AC	7	Jul-13	(b)(4)
0002AD	8	Aug-13	(b)(4)
0002AD	9	Sep-13	(b)(4)
0002AD	10	Oct-13	(b)(4)
0002AD	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)
0002AG	3	Apr-13	(b)(4)
0002AG	4	May-13	(b)(4)
0002AG	5	Jun-13	(b)(4)
0002AG	6	Jul-13	(b)(4)
0002AG	7	Aug-13	(b)(4)
0002AG	8	Sep-13	(b)(4)
0002AG	9	Oct-13	(b)(4)
0002AG	10	Nov-13	(b)(4)
		Total FFP	(b)(4)

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount
CLIN	No.	Year	Due

0002AE	1	Aug-13	(b)(4)
0002AE	2	Sep-13	(b)(4)
0002AE	3	Oct-13	(b)(4)
0002AE	4	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECP 1804 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)
0002AK	2	Oct-13	(b)(4)
0002AK	3	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1840, 1841 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)
1002AA	2	Jan-14	(b)(4)
1002AK	3	Feb-14	(b)(4)
1002AF	4	Mar-14	(b)(4)
1002AF	5	Apr-14	(b)(4)
1002AF	6	May-14	(b)(4)
1002AF	7	Jun-14	(b)(4)
1002AF	8	Jul-14	(b)(4)
1002AH	9	Aug-14	(b)(4)
1002AH	10	Sep-14	(b)(4)
1002AH	11	Oct-14	(b)(4)
1002AH	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

ECPs 1844-1849 Billing Schedule

_	T	I	
CLIN	Payment No.	Month / Year	Amount Due
1002AB	1	Dec-13	(b)(4)
1002AB	2	Jan-14	(b)(4)
1002AD	3	Feb-14	(b)(4)
1002AD	4	Mar-14	(b)(4)
1002AD	5	Apr-14	(b)(4)
1002AD	6	May-14	(b)(4)
1002AD	7	Jun-14	(b)(4)
1002AD	8	Jul-14	(b)(4)
1002AD	9	Aug-14	(b)(4)
1002AD	10	Sep-14	(b)(4)
1002AD	11	Oct-14	(b)(4)
1002AD	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

MCEITS Migration Billing Schedule: CLIN 3008

CLIN	Payment No.	Month / Year	Amount Due
3008	1	May-14	(b)(4)
3008	2	Jun -14	(b)(4)
3008	3	Jul -14	(b)(4)
3008	4	Aug-14	(b)(4)
3008	5	Sept-14	(b)(4)
3008	6	Oct-14	(b)(4)

3008	7	Nov-14 <u>(b)(4)</u>
3008	8	Dec-14 <u>(b)(4)</u>
3008	9	Jan-15 <u>(b)(4)</u>
3008	10	Feb-15 <u>(b)(4)</u>
3008	11	Mar-15 <u>(b)(4)</u>
	Total FFP	(b)(4)

ECPs 2005, 2006 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
2002AA	1	Dec-13	(b)(4)
2002AA	2	Jan-14	(b)(4)
2002AA	3	Feb-14	(b)(4)
2002AA	4	Mar-14	(b)(4)
2002AA	5	Apr-14	(b)(4)
2002AA	6	May-14	(b)(4)
2002AA	7	Jun-14	(b)(4)
2002AA	8	Jul-14	(b)(4)
2002AA	9	Aug-14	(b)(4)
2002AA	10	Sep-14	(b)(4)
2002AA	11	Oct-14	(b)(4)
2002AA	12	Nov-14	(b)(4)
		Total FFP	(b)(4)

ECP 2007 & 2010 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AC	1	Dec-14	(b)(4)
2002AC	2	Jan-15	$\underline{\hspace{1cm}}$ (b)(4) $\underline{\hspace{1cm}}$
2002AC	3	Feb-15	(b)(4)
2002AC	4	Mar-15	(b)(4)
2002AC	5	Apr-15	(b)(4)
2002AC	6	May-15	(b)(4)
2002AC	7	Jun-15	(b)(4)
2002AC	8	Jul-15	(b)(4)
2002AC	9	Aug-15	(b)(4)
2002AC	10	Sep-15	(b)(4)
2002AC	11	Oct-15	(b)(4)
2002AC	12	Nov-15	(b)(4)
	Total FFP		(b)(4)

ECPs 2008, 2009, 2011 & 2012 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AD	1	May-15	(b)(4)
2002AD	2	Jun-15	$\underline{}$ (b)(4) $\underline{}$
2002AD	3	Jul-15	(b)(4)
2002AD	4	Aug-15	(b)(4)
2002AD	5	Sep-15	(b)(4)
2002AD	6	Oct-15	(b)(4)
2002AD	7	Nov-15	(b)(4)
	Total FFP		(b)(4)

ECP 2000 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AE	1	May-15	$_{-}(b)(4)_{-}$
2002AE	2	Jun-15	$\underline{}$ (b)(4) $\underline{}$
2002AE	3	Jul-15	(b)(4)
2002AE	4	Aug-15	(b)(4)
2002AE	5	Sep-15	(b)(4)
2002AE	6	Oct-15	$_{-}(b)(4)_{-}$
2002AE	7	Nov-15	(b)(4)
	Total FFP		(b)(4)

ECP 1994 and 1999 Billing Schedule

Ber 1991 tale 1999 Blining Benedure				
CLIN	Payment No.	Month / Year	Amount Due	
2002AF	1	Jun-15	(b)(4)	
2002AF	2	Jul-15	(b)(4)	
2002AF	3	Aug-15	(b)(4)	
2002AF	4	Sep-15	(b)(4)	
2002AF	5	Oct-15	(b)(4)	
2002AF	6	Nov-15	$\underline{\hspace{1cm}}$ (b)(4) $\underline{\hspace{1cm}}$	
	Total FFP		(b)(4)	

ECPs 175, 176, 177, 1982, 2002, 2003, and 2004 Billing Schedule

	Payment		
CLIN	No.	Month/Year	Amount Due
2002AG	1	Sep-15	(b)(4)

2002AG	2	Oct-15	(b)(4)
2002AG	3	Nov-15	(b)(4)
	Total FFP		(b)(4)

SPECIALCONTRACTREQUIREMENTS DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 - 15 November 2012 - 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

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Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor

provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

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If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule (MBS)

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00023.

(End of Summary of Changes)

AMENDMENT OF COLLOTERS	1. CONTRACT ID CODE	PAGE OF PAGES				
AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		J	1 11			
2. AMENDMENT/MODIFICATION NO.	B. EFFECTIVE DATE	4. REQUISITION/P URCHASE REQ. NO.	5. PROJE	ECT NO.(If applicable)		
P00023	15-May-2015	SEE SCHEDULE				
6. ISSUED BY CODE	<i>1</i> 67854	7. ADMINISTERED BY (Ifother than item 6)	CODE			
MARCORSYSCOM ATTN: TOMMY KING, CT 024 2200 LESTER STREET QUANTICO VA 22134		See Item 6				
8. NAME AND ADDRESS OF CONTRACTOR (N	Jo., Street, County, S	tate and Zip Code)	9A. AMENDMENT OF	SOLICIT ATION NO.		
LEIDOS, INC. HEATHER DAMBLY 11951 FREEDOM DR			9B. DATED (SEE ITEM	111)		
RESTON VA 20190-5640			X 10A. MOD. OF CONT RACT/ORDER NO. M67854-13-F-4802			
			10B. DATED (SEE ITH	EM 13)		
CODE 6B6E2	FACILIT Y COD	E	X 09-Nov-2012			
		PPLIES TO AMENDMENT S OF SOLIC				
The above numbered solicitation is amended as set forth in	n Item 14. The hour and d	late specified for receipt of Offer	is extended, is not	extended.		
Offer must acknowledge receipt of this amendment prior t (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refer RECEIVED ATTHE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this amen provided each telegram or letter makes reference to the sol	copies of the amendment ence to the solicitation a RECEIP T OF OFFERS P dment you desire to chan	; (b) By acknowledging receipt of this amendment nd amendment numbers. FAILURE OF YOUR AC RIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	on each copy of the offer submitte EKNOWLEDGMENT TO BE MAY RESULT IN made by telegram or letter,	d;		
12. ACCOUNT ING AND APPROPRIATION DAT	A (If required)					
See Sche dule						
		O MODIFICAT IONS OF CONT RACT S T/ORDER NO. AS DESCRIBED IN ITE				
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	NT TO: (Specify at	nthority) THE CHANGES SET FORTH I	N ITEM 14 ARE MADE IN	(THE		
B. THE ABOVE NUMBERED CONTRACT/OR office, appropriation date, etc.) SET FORTH				es in paying		
X C. THIS SUPPLEMENT AL AGREEMENT IS E 52-217-9	INTERED INTO PU	RSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and at	nthority)					
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return 1	copies to the issuing office.			
where feasible.)	14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modificat ion Control Number: rajendra151721 M67854-13-F-4802 Leidos P00023					
 Incorporate, fund, and exercise SLIN 2002AF. Incorporate Leido PWS for ECPs 1994 and 1999 as an attachment to the contract. Update Mlestones and Billing Schedule. 						
All other terms and conditions remain unchanged and in full force and effect.						
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.						
15A. NAME AND TITLE OF SIGNER (Type or p.		16A. NAME AND TITLE OF CON		rpe or print)		
1011 THE PROPERTY OF GROWING (Type of p	TOMMY KING / CONTRACT SPECIALIST TEL: 703-432-5086					
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNED		EMAIL: tommy.king@usmc.mil	16C. DATE SIGNED		
122. CONTRACT ON OFFERON	DATE STOREE	— 1	w King			
(Signature of person authorized to sign)		(Signature of Contracting Offi	icer)	15-May-2015		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 2002AB

The pricing detail quantity has decreased by $\underline{\hspace{0.2cm}}(b)(4)$ from $\underline{\hspace{0.2cm}}(b)(4)$ to $\underline{\hspace{0.2cm}}(b)(4)$.

The total cost of this line item has decreased by $\underline{\hspace{0.2cm}}(b)(4)$ from $\underline{\hspace{0.2cm}}(b)(4)$ to $\underline{\hspace{0.2cm}}(b)(4)$.

SUBCLIN 2002AF is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE AMOUNT 2002AF 6 Each (b)(4)

EXERCISED ECPs 1994 and 1999 OPTION ECP

ON FFP

ECP 1994 and 1999 in accordance with the attached PWS Section 1.8.2.32, and

1.8.2.33 inclusive of any and all travel and ODCs.

POP 15 May 2015 - 14 November 2015.

FOB: Destination

MILSTRIP: M9545015RCG2417

PURCHASE REQUEST NUMBER: M9545015RCG2417

NET AMT ____(b)(4)____

ACRN AF

CIN: M9545015RCG2417

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 2002AF:

Funding on SUBCLIN 2002AF is initiated as follows:

ACRN: AF

CIN: M9545015RCG2417

Acctng Data: 17511061A2A 310 67854 067443 2D M95450

Increase: (b)(4)

Total: (b)(4)

Cost Code: 5RCG241710LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 2002AF:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-MAY-2015 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AF:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY N/A N/A Government

The following have been modified:

MILESTONEBILLINGSCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)
0002AA	2	Feb-13	(b)(4)
0002AA	3	Mar-13	(b)(4)
0002AA	4	Apr-13	(b)(4)
0002AA	5	May-13	(b)(4)
0002AA	6	Jun-13	(b)(4)
0002AA	7	Jul-13	(b)(4)
0002AB	8	Aug-13	(b)(4)
0002AB	9	Sep-13	(b)(4)
0002AB	10	Oct-13	(b)(4)

0002AB	11	Nov-13 <u>(b)(4)</u>
	Total FFP	(b)(4)

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)
0002AC	2	Feb-13	(b)(4)
0002AC	3	Mar-13	(b)(4)
0002AC	4	Apr-13	(b)(4)
0002AC	5	May-13	(b)(4)
0002AC	6	Jun-13	(b)(4)
0002AC	7	Jul-13	(b)(4)
0002AD	8	Aug-13	(b)(4)
0002AD	9	Sep-13	(b)(4)
0002AD	10	Oct-13	(b)(4)
0002AD	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)
0002AG	3	Apr-13	(b)(4)
0002AG	4	May-13	(b)(4)
0002AG	5	Jun-13	(b)(4)
0002AG	6	Jul-13	(b)(4)
0002AG	7	Aug-13	(b)(4)
0002AG	8	Sep-13	(b)(4)
0002AG	9	Oct-13	(b)(4)
0002AG	10	Nov-13	(b)(4)
		Total FFP	(b)(4)

ECPs 1041 and 1304 Billing Schedule

		Payment	Month /	Amount
CLI	N	No.	Year	Due
0002	AE	1	Aug-13	(b)(4)

0002AE	2	Sep-13	(b)(4)
0002AE	3	Oct-13	(b)(4)
0002AE	4	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECP 1804 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)
0002AK	2	Oct-13	(b)(4)
0002AK	3	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1840, 1841 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)
1002AA	2	Jan-14	(b)(4)
1002AK	3	Feb-14	(b)(4)
1002AF	4	Mar-14	(b)(4)
1002AF	5	Apr-14	(b)(4)
1002AF	6	May-14	(b)(4)
1002AF	7	Jun-14	(b)(4)
1002AF	8	Jul-14	(b)(4)
1002AH	9	Aug-14	(b)(4)
1002AH	10	Sep-14	(b)(4)
1002AH	11	Oct-14	(b)(4)
1002AH	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

ECPs 1844-1849 Billing Schedule

_	T	I	
CLIN	Payment No.	Month / Year	Amount Due
1002AB	1	Dec-13	(b)(4)
1002AB	2	Jan-14	(b)(4)
1002AD	3	Feb-14	(b)(4)
1002AD	4	Mar-14	(b)(4)
1002AD	5	Apr-14	(b)(4)
1002AD	6	May-14	(b)(4)
1002AD	7	Jun-14	(b)(4)
1002AD	8	Jul-14	(b)(4)
1002AD	9	Aug-14	(b)(4)
1002AD	10	Sep-14	(b)(4)
1002AD	11	Oct-14	(b)(4)
1002AD	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

MCEITS Migration Billing Schedule: CLIN 3008

CLIN	Payment No.	Month / Year	Amount Due
3008	1	May-14	(b)(4)
3008	2	Jun -14	(b)(4)
3008	3	Jul -14	(b)(4)
3008	4	Aug-14	(b)(4)
3008	5	Sept-14	(b)(4)
3008	6	Oct-14	(b)(4)

3008	7	Nov-14	(b)(4)
3008	8	Dec-14	(b)(4)
3008	9	Jan-15	(b)(4)
3008	10	Feb-15	(b)(4)
3008	11	Mar-15	(b)(4)
	Total FFP		(b)(4)

ECPs 2005, 2006 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
2002AA	1	Dec-13	(b)(4)
2002AA	2	Jan-14	(b)(4)
2002AA	3	Feb-14	(b)(4)
2002AA	4	Mar-14	(b)(4)
2002AA	5	Apr-14	(b)(4)
2002AA	6	May-14	(b)(4)
2002AA	7	Jun-14	(b)(4)
2002AA	8	Jul-14	(b)(4)
2002AA	9	Aug-14	(b)(4)
2002AA	10	Sep-14	(b)(4)
2002AA	11	Oct-14	(b)(4)
2002AA	12	Nov-14	(b)(4)
		Total FFP	(b)(4)

ECP 2007 & 2010 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AC	1	Dec-14	(b)(4)
2002AC	2	Jan-15	$\underline{}$ (b)(4) $\underline{}$
2002AC	3	Feb-15	$\underline{}$ (b)(4) $\underline{}$
2002AC	4	Mar-15	(b)(4)
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CLIN	Payment No.	Month / Year	Amount Due
2002AD	1	May-15	(b)(4)
2002AD	2	Jun-15	(b)(4)
2002AD	3	Jul-15	(b)(4)
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ECP 2000 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AE	1	May-15	$_{-}(b)(4)_{-}$
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2002AF	1	Jun-15	(b)(4)
2002AF	2	Jul-15	$\underline{\hspace{1cm}}$ (b)(4) $\underline{\hspace{1cm}}$
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(End of Summary of Changes)

M67854-13-F-4802 P00023 Page 11 of 11

	TIONALODIE	ICA ELONI OF CONTENT OF	1. CONTRACT ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J	1 11
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/P URCHASE REQ. NO.	5. PROJE	CT NO.(If applicable)
P00022	20-Apr-2015	SEE SCHEDULE		
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	M67854	7. ADMINISTERED BY (If other than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE M	37854
			OA AMENDMENT OF	COLLCIT ATION NO
8. NAME AND ADDRESS OF CONTRACT OR () LEIDOS, INC. HEATHER DAMBLY 11961 FREEDOM DR RESTON VA 20190-5640	No., Street, County, S	_	9A. AMENDMENT OF 9B. DATED (SEE ITEM 10A. MOD. OF CONTR M67854-13-F-4802 10B. DATED (SEE ITE	I 11) ACT/ORDER NO.
CODE 6B6E2	FACILIT Y COD	DE.	X 09-Nov-2012	
		PPLIES TO AMENDMENT S OF SOLIC	IT AT IONS	
The above numbered solicitation is amended as set forth Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	to the hour and date speci copies of the amendment rence to the solicitation a RECEIP T OF OFFERS P ndment you desire to char	ified in the solicitation or as amended by one of the city (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR ACT PRIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	on each copy of the offer submittee CKNOWLEDGMENT TO BE MAY RESULT IN mnde by telegram or letter,	xtended. d;
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)			
See Sche dule				
		TO MODIFICAT IONS OF CONT RACT S CT/ORDER NO. AS DESCRIBED IN ITE		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify a	uthority) THE CHANGES SET FORTH I	N ITEM 14 ARE MADE IN	THE
B. THE ABOVE NUMBERED CONTRACT/OI office, appropriation date, etc.) SET FORT! C. THIS SUPPLEMENT AL AGREEMENT IS	H IN ITEM 14, PUR	SUANT TO THE AUTHORITY OF FAR		s in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS I FAR 52.217-9.	ENTERED INTO TO	RSUANT TO AUTHORIT TOP.		
D. OTHER (Specify type of modification and a	uthority)			
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return1	copies to the issuing office.	
 4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker151571 The purpose of modification P00022 to task order M67854-13-F-4802 is to: 1) Incorporate, fund, and exercise SLINs 2002AD and 2002AE; 2) Update the amount of SLIN 2002AB; 3) update the Special Contract Requirements Section; and 4) update the Mlestone Billing Schedule. 				
All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.				
15A. NAME AND TITLE OF SIGNER (Type or I	orint)	16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING O TEL: 703-432-4139		
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			16C. DATE SIGNED
122. CONTINUE ON OTTERON	J. C. D. H. BIGINEI	BY ELLE STATES OF AMERICAN		
(Signature of person authorized to sign)		(Signature of Contracting Offi		17-Apr-2015

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4).

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 2002AB

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2002AD is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE AMOUNT 2002AD Lot \$1.00 (b)(4)

EXERCISED ECLOPTION EFF

ECPs 2008, 2009, 2011, 2012

FFP

ECPs 2008, 2009, 2011 and 2012 in accordance with the attached PWS Sections 1.8.2.27, 1.8.2.28, 1.8.2.30, and 1.8.2.31, inclusive of any and all travel and ODCs.

FOB: Destination

MILSTRIP: M9545015RCG2417

PURCHASE REQUEST NUMBER: M9545015RCG2417

NET AMT (b)(4)

ACRN AF

CIN: M9545015RCG24170004

SUBCLIN 2002AE is added as follows:

ITEM NO 2002AE

SUPPLIES/SERVICES

QUANTITY (b)(4) **UNIT** Lot

UNIT PRICE \$1.00

AMOUNT

EXERCISED OPTION

ECP 2000 **FFP**

> ECP 2000 in accordance with the attached PWS Section 1.8.2.31, inclusive of any and all travel and ODCs.

FOB: Destination

MILSTRIP: M0008515RC00005

PURCHASE REQUEST NUMBER: M0008515RC00005

NET AMT

ACRN AE

CIN: M0008515RC000050001

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from

(b)(4) to (b)(4)

SUBCLIN 2002AD:

Funding on SUBCLIN 2002AD is initiated as follows:

ACRN: AF

CIN: M9545015RCG24170004

Acctng Data: 17511061A2A 310 67854 067443 2D M95450

Increase: (b)(4)

Total: (b)(4)

Cost Code: 5RCG241710LW

SUBCLIN 2002AE:

Funding on SUBCLIN 2002AE is initiated as follows:

ACRN: AE

CIN: M0008515RC000050001

Acctng Data: 17511064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Total: ___(b)(4)___

Cost Code: 08515RC00005

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 2002AD:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-APR-2015 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 2002AE:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-APR-2015 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AD:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AE:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONEBILLINGSCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)
0002AA	2	Feb-13	(b)(4)

0002AA	3	Mar-13 <u>(b)(4)</u>
0002AA	4	Apr-13 <u>(b)(4)</u>
0002AA	5	May-13 <u>(b)(4)</u>
0002AA	6	Jun-13 <u>(b)(4)</u>
0002AA	7	Jul-13 <u>(b)(4)</u>
0002AB	8	Aug-13 <u>(b)(4)</u>
0002AB	9	Sep-13 <u>(b)(4)</u>
0002AB	10	Oct-13 <u>(b)(4)</u>
0002AB	11	Nov-13 <u>(b)(4)</u>
	Total FFP	<u>(b)(4)</u>

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)
0002AC	2	Feb-13	(b)(4)
0002AC	3	Mar-13	(b)(4)
0002AC	4	Apr-13	(b)(4)
0002AC	5	May-13	(b)(4)
0002AC	6	Jun-13	(b)(4)
0002AC	7	Jul-13	(b)(4)
0002AD	8	Aug-13	(b)(4)
0002AD	9	Sep-13	(b)(4)
0002AD	10	Oct-13	(b)(4)
0002AD	11	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)
0002AG	3	Apr-13	(b)(4)
0002AG	4	May-13	(b)(4)
0002AG	5	Jun-13	(b)(4)
0002AG	6	Jul-13	(b)(4)
0002AG	7	Aug-13	(b)(4)
0002AG	8	Sep-13	(b)(4)

0002AG	9	Oct-13	(b)(4)
0002AG	10	Nov-13	(b)(4)
		Total FFP	(b)(4)

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)
0002AE	2	Sep-13	(b)(4)
0002AE	3	Oct-13	(b)(4)
0002AE	4	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECP 1804 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)
0002AK	2	Oct-13	(b)(4)
0002AK	3	Nov-13	(b)(4)
	Total FFP		(b)(4)

ECPs 1840, 1841 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)
1002AA	2	Jan-14	(b)(4)
1002AK	3	Feb-14	(b)(4)
1002AF	4	Mar-14	(b)(4)
1002AF	5	Apr-14	(b)(4)
1002AF	6	May-14	(b)(4)
1002AF	7	Jun-14	(b)(4)
1002AF	8	Jul-14	(b)(4)
1002AH	9	Aug-14	(b)(4)
1002AH	10	Sep-14	(b)(4)
1002AH	11	Oct-14	(b)(4)
1002AH	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

ECPs 1844-1849 Billing Schedule

_	T	I	
CLIN	Payment No.	Month / Year	Amount Due
1002AB	1	Dec-13	(b)(4)
1002AB	2	Jan-14	(b)(4)
1002AD	3	Feb-14	(b)(4)
1002AD	4	Mar-14	(b)(4)
1002AD	5	Apr-14	(b)(4)
1002AD	6	May-14	(b)(4)
1002AD	7	Jun-14	(b)(4)
1002AD	8	Jul-14	(b)(4)
1002AD	9	Aug-14	(b)(4)
1002AD	10	Sep-14	(b)(4)
1002AD	11	Oct-14	(b)(4)
1002AD	12	Nov-14	(b)(4)
	Total FFP		(b)(4)

MCEITS Migration Billing Schedule: CLIN 3008

CLIN	Payment No.	Month / Year	Amount Due
3008	1	May-14	(b)(4)
3008	2	Jun -14	(b)(4)
3008	3	Jul -14	(b)(4)
3008	4	Aug-14	(b)(4)
3008	5	Sept-14	(b)(4)
3008	6	Oct-14	(b)(4)

3008	7	Nov-14 <u>(b)(4)</u>
3008	8	Dec-14 <u>(b)(4)</u>
3008	9	Jan-15 <u>(b)(4)</u>
3008	10	Feb-15 <u>(b)(4)</u>
3008	11	Mar-15 <u>(b)(4)</u>
	Total FFP	(b)(4)

ECPs 2005, 2006 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
2002AA	1	Dec-13	(b)(4)
2002AA	2	Jan-14	(b)(4)
2002AA	3	Feb-14	(b)(4)
2002AA	4	Mar-14	(b)(4)
2002AA	5	Apr-14	(b)(4)
2002AA	6	May-14	(b)(4)
2002AA	7	Jun-14	(b)(4)
2002AA	8	Jul-14	(b)(4)
2002AA	9	Aug-14	(b)(4)
2002AA	10	Sep-14	(b)(4)
2002AA	11	Oct-14	(b)(4)
2002AA	12	Nov-14	(b)(4)
		Total FFP	(b)(4)

ECP 2007 & 2010 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AC	1	Dec-14	(b)(4)
2002AC	2	Jan-15	(b)(4)
2002AC	3	Feb-15	(b)(4)
2002AC	4	Mar-15	(b)(4)
2002AC	5	Apr-15	(b)(4)
2002AC	6	May-15	(b)(4)
2002AC	7	Jun-15	(b)(4)
2002AC	8	Jul-15	(b)(4)
2002AC	9	Aug-15	(b)(4)
2002AC	10	Sep-15	(b)(4)
2002AC	11	Oct-15	(b)(4)
2002AC	12	Nov-15	(b)(4)
	Total FFP		(b)(4)

ECPs 2008, 2009, 2011 & 2012 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AD	1	May-15	(b)(4)
2002AD	2	Jun-15	(b)(4)
2002AD	3	Jul-15	(b)(4)
2002AD	4	Aug-15	(b)(4)
2002AD	5	Sep-15	(b)(4)
2002AD	6	Oct-15	(b)(4)
2002AD	7	Nov-15	(b)(4)
	Total FFP		(b)(4)

ECP 2000 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
2002AE	1	May-15	(b)(4)
2002AE	2	Jun-15	$\underline{}$ (b)(4) $\underline{}$
2002AE	3	Jul-15	(b)(4)
2002AE	4	Aug-15	(b)(4)
2002AE	5	Sep-15	(b)(4)
2002AE	6	Oct-15	(b)(4)
2002AE	7	Nov-15	(b)(4)
	Total FFP		(b)(4)

<u>SPECIALCONTRACTREQUIREMENTS</u> DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS) Attachment (2) Milestone Billing Schedule (MBS)

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00019.

(End of Summary of Changes)

	1. CONTRACT ID CODE		PAGE OF PAGES			
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J		1 2	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	5.	PROJECT 1	NO.(If applicable)	
P00021	12-Jan-2015	SEE SCHEDULE				
6. ISSUED BY CODE MARCORSYSCOM ATTN:EDWARD MCGRAILCT024, 2200 LESTER STREET QUANTICO VA 22134	7. ADMINISTERED BY (Ifother than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE	M6785	54		
O NAME AND ADDRESS OF CONTRACTION OF		17. (1)	TOA AMENIDMENT	T OF SOI	ICIT ATION NO	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) LEIDOS, INC. HEATHER DAMBLY 11951 FREEDOM DR RESTON VA 20190-5640			9A. AMENDMENT OF SOLICIT ATION NO. 9B. DATED (SEE ITEM 11)			
			10A. MOD. OF CO M67854-13-F-480	DNTRACI 2	I/ORDER NO.	
			10B. DATED (SE	E ITEM 1	13)	
CODE 6B6E2	FACILITY COD)E	09-Nov-2012			
The above numbered solicitation is amended as set forth		PPLIES TO AMENDMENT'S OF SOLICIT	<u> </u>	is not exten	1.1	
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a ref RECEIVED AT THE PLACE DESIGNATED FOR THI REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F endment you desire to chan	t; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED Nange an offer already submitted, such change may be	on each copy of the offer st KNOWLEDGMENT TO I MAY RESULT IN made by telegram or letter,			
12. ACCOUNT ING AND APPROPRIATION DA	ΓA (If required)					
See Schedule						
IT MODI	FIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACT S/CCT/ORDER NO. AS DESCRIBED IN ITEM	М 14.			
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify at	itnority) THE CHANGES SET FORTH IN	TTEM 14 ARE MAL	E IN I HI	ь	
B. THE ABOVE NUMBERED CONTRACT/OI office, appropriation date, etc.) SET FORTI C. THE SURPLEMENT ALACTERMENT IS.	H IN ITEM 14, PURS	SUANT TO THE AUTHORITY OF FAR		nanges in	paying	
C. THIS SUPPLEMENT AL AGREEMENT IS I	ENTERED INTO PU	RSUANT TO AUTHORIT TOF:				
D. OTHER (Specify type of modification and a	uthority)					
E. IMPORT ANT: Contractor X is not,	is required to sign	n this document and return	copies to the issuing of	fice.		
4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: w idemanl15804 The purpose of this modification is to: 1. Fully fund CLIN 2001for additional 10 months 2. Delete DFARS clause 252.232-7007						
Except as provided herein, all terms and conditions of the do- 15A. NAME AND TITLE OF SIGNER (Type or p		PA or 10A, as heretofore changed, remains unchanged 16A. NAME AND TITLE OF CONTAMMY E. FAMOSO / CONTRACTING OFFICE TEL: 703-784-6535	TRACTING OFFICER	R (Type o	r print)	
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI		•		C. DATE SIGNED	
- · · · · · · · · · · · · · · · · · · ·		BY Same				
(Signature of person authorized to sign)		(Signature of Contracting Office		13	3-Jan-2015	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by $\underline{\hspace{0.2cm}}(b)(4)\underline{\hspace{0.2cm}}$ from $\underline{\hspace{0.2cm}}(b)(4)\underline{\hspace{0.2cm}}$ to $\underline{\hspace{0.2cm}}(b)(4)\underline{\hspace{0.2cm}}$.

CLIN 2001:

AF: 17511061A2A 310 67854 067443 2D M95450 5RCG241710LW (CIN M9545015RCG24172001) was increased by (b)(4) from (b)(4) to (b)(4)

The following have been deleted:

252.232-7007 Limitation Of Government's Obligation

MAY 2006

(End of Summary of Changes)

	EVOLUE CODE	TO A PRODUCE OF CONTROL OF		1. CONTRACT I	D CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J		1 3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.			5. PROJECT	Γ NO.(If applicable)
P00020	19-Dec-2014	SEE SCHEDULE				
· ·	M67854	7. ADMINISTERED BY (Ifother than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ		COD	E M678	354
MARCORSYSCOM ATTN:EDWARD MCGRAILCT024, 2200 LESTER STREET QUANTICO VA 22134		ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050				
8. NAME AND ADDRESS OF CONTRACTOR (I	No., Street, County, S	tate and Zip Code)		9A. AMENDME	NT OF SC	DLICIT AT ION NO.
HEATHER DAMBLY 11951 FREEDOM DR RESTON VA 20190-5640			•	9B. DATED (SE	E ITEM 1	1)
120.01.11.20.00.00				10A. MOD. OF M67854-13-F-4		CT/ORDER NO.
CODE 6B6E2	FACILIT Y COD	NE		10B. DATED (\$	SEE ITEM	13)
	•	PPLIES TO AMENDMENTS OF SOLICI				
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	date specified for receipt of Offer	i	is extended,	is not exte	ended.
Offer must acknowledge receipt of this amendment prior	to the hour and date speci	Lified in the solicitation or as amended by one of the	e foll	owing methods:	_	
(a) By completing Items 8 and 15, and returning		; (b) By acknowledging receipt of this amendment				
or (c) By separate letter or telegram which includes a reference IVED AT THE PLACE DESIGNATED FOR THI					O BE	
REJECTION OF YOUR OFFER. If by virtue of this amo	•	-			er,	
provided each telegram or letter makes reference to the se		ment, and is received prior to the opening hour an	ıd dat	e specified.		
 ACCOUNT ING AND APPROPRIATION DA' See Schedule 	I A (II required)					
	M APPLIES ONLY T	TO MODIFICAT IONS OF CONT RACT S	/ORI	DERS.		
A. THIS CHANGE ORDER IS ISSUED PURSUA		CT/ORDER NO. AS DESCRIBED IN ITE. uthority) THE CHANGES SET FORTH IN			ADE IN TI	HE
CONTRACT ORDER NO. IN ITEM 10A.	```					
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			changes ir	n paying
C. THIS SUPPLEMENT AL AGREEMENT IS I		RSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and a FAR clause 52.217-9, Option to Extend the tell						
E. IMPORT ANT: Contractor X is not,	is required to sign	n this document and return	copi	ies to the issuing	office.	
 DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) 		by UCF section headings, including solicits	atio	n/contract subjec	t matter	
Modification Control Number: widemanl15 The purpose of modification P00020 to task ord Fund and excerise SLIN 2003AC		2 is to:				
All other terms and conditions remain unchange	ed					
3.						
Exponent on provided horris all target and the St. Co. Co.	nument referenced to the	OA or 10A or horst-fh	Lon	nd in full for	affrort.	
Except as provided herein, all terms and conditions of the doc 15A. NAME AND TITLE OF SIGNER (Type or p		OA or 10A, as heretofore changed, remains unchang 16A. NAME AND TITLE OF CON				or print)
The state of the state (Type of p	/	EDWARD H. MCGRAIL III / CONTRACTING O			(1)pc	P)
		TEL: 703-432-4139		EMAIL: edward.mcg		
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI	174			16	6C. DATE SIGNED
		BY End H				19-Dec-2014
(Signature of person authorized to sign)		(Signature of Contracting Offi	icer))		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 2003AC

The CLIN description has changed from SAS Licenses to SAS & Actian Licenses.

The pricing detail quantity has decreased by ___(b)(4)___ from ___(b)(4)___ to ___(b)(4)___

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545015RCG2417 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) 16 to (b)(4).

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2003AC:

AF: 17511061A2A 310 67854 067443 2D M95450 5RCG241710LW (CIN M9545015RCG24172003AC) was increased by (b)(4) from \$0.00 to (b)(4)

The contract ACRN AF has been added.

The CIN M9545015RCG24172003AC has been added.

The Cost Code 5RCG241710LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 2003AC has been changed from:

UIC **DELIVERY DATE** QUANTITY SHIP TO ADDRESS

POP 15-NOV-2014 TO COMMANDER, MARINE CORPS SYSTEMSM67854 N/A

14-NOV-2015 **COMMAND**

> ROBERT HOCHBAUM 2200 LESTER STREET **OUANTICO VA 22134-6050**

703-784-4709

FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

(End of Summary of Changes)

			1. CONTRAC	T ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J		1 5
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJECT	Γ NO.(If applicable)
P00019	21-Nov-2014	SEE SCHEDULE			
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	M67854	7. ADMINISTERED BY (Ifother than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	C	ODE M67 8	354
8. NAME AND ADDRESS OF CONTRACTOR (No Street County St	rate and Zin Code)	9A. AMENDA	MENT OF SC	OLICIT AT ION NO.
LEIDOS, INC. HEATHER DAMBLY 11951 FREEDOM DR	vo., street, county, s	and Zip Code)	9B. DATED (
RESTON VA 20190-5640			X 10A. MOD. C M67854-13-F		CT/ORDER NO.
			10B. DATED		[13)
CODE 6B6E2	FACILIT Y COD	Е	X 09-Nov-2012		
11. 7	THIS ITEM ONLY A	PPLIES TO AMENDMENTS OF SOLICI	IT AT IONS		
The above numbered solicitation is amended as set forth	in Item 14. The hour and d	late specified for receipt of Offer	is extended,	is not exte	ended.
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment erence to the solicitation a ERECEIPTOFOFFERS P ndment you desire to chan	; (b) By acknowledging receipt of this amendment nd amendment numbers. FAILURE OF YOUR AC RIOR TO THE HOUR AND DATE SPECIFIED I age an offer already submitted, such change may be	t on each copy of the C CKNOWLEDGMENT MAY RESULT IN made by telegram or 1	то ве	
12. ACCOUNT ING AND APPROPRIATION DAT	ΓA (If required)				
See Schedule					
IT MODII	FIES THE CONTRAC	O MODIFICAT IONS OF CONTRACTS T/ORDER NO. AS DESCRIBED IN ITE	M 14.		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	thority) THE CHANGES SET FORTH IS	N ITEM 14 ARE I	MADE IN TE	dE
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT	I IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR		as changes ir	n paying
C. THIS SUPPLEMENT AL AGREEMENT IS F FAR 52.217-9	ENTERED INTO PU	RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	is required to sign	this document and return 1	copies to the issui	ng office.	
 14. DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) Modification Control Number: storaker153 The purpose of modification P00019 to task ord 1) Update the vendor information and POC in Black properties, fund, and exercise SLIN 2002A0 3) Update SLIN 2002AB amount; and 4) Update the Special Contracts Requirements is 	61 er M67854-13-F-4802 ock 8; ; section to reflect curr	2 is to: rent PWS.	ation/contract sub	ject matter	
All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.					
15A. NAME AND TITLE OF SIGNER (Type or p		16A. NAME AND TITLE OF CON			or print)
V. VI I		EDWARD H. MCGRAIL III / CONTRACTING O TEL: 703-432-4139			•
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNED				6C. DATE SIGNED
		BY Eshal H-		- E-1	
(Signature of person authorized to sign)		(Signature of Contracting Offi			24-Nov-2014

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 2002AB

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2002AC is added as follows:

ITEM NO SUPPLIES/SERVICES 2002AC

QUANTITY UNIT (b)(4) Lot

UNIT PRICE \$1.00 AMOUNT (b)(4)

EXERCISED OPTION

ECP 2007 & 2010

FFP

ECPs 2007, 2010, in accordance with the attached PWS Sections 1.8.2.26 and

1.8.2.29, inclusive of any and all travel and ODCs.

FOB: Destination

MILSTRIP: M9545015RCG2417

PURCHASE REQUEST NUMBER: M9545015RCG2417

NET AMT

__(b)(4)__ __(b)(4)__

ACRN AF

CIN: M9545015RCG24172002AC

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2002AC:

Funding on SUBCLIN 2002AC is initiated as follows:

ACRN: AF

CIN: M9545015RCG24172002AC

Acctng Data: 17511061A2A310 67854 067443 2D M95450

Increase: $\underline{}$ (b)(4) $\underline{}$

Total: $\underline{}$ (b)(4) $\underline{}$

Cost Code: 5RCG241710LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 2002AC:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 21-NOV-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2015 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AC:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 - 15 November 2013 - 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest

exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule (MBS)

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00014.

(End of Summary of Changes)

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AMENDMENT OF SOLICITA	ATION/MODIF	ICATION OF CONTRACT		,1. CONTRA TID CODE	I	PAGE OF PAGES 1 1 15
2. AMENDMENT/MODIFICATION NO.	3.EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.		,5.PROJEO	CTNC	O.(Ifapplicable)
P00018	14-Nov-2014	SEE SCHEDULE				, 11
6.ISSUEDBY CODE	M37854	7. ADMINISTERED BY (Ifbtherthan item6)		CODE 111/6	57854	4
MARCORSYSCOM ATTN:EDWARD MCGRAILCT024, 2200 LESTER STREET QUANTICO VA22134		MARINE CORPS SYSTEMS COMMAND, CTC ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA22134-6050	Q			
8. NAME AND ADDRESS OF CONTRACTOR SCIENCE APPLICATIONS INTERNATIONAL COR PO	(No., Street, County,	State and Zip Code)		9A. AMENDMENT OF	SOLI	CITATION NO.
JONATHAN DAVIS 1710SAIC DR MCLEAN VA 22102-3702				9B. DATED (SEE ITEM	11)	
		c	X	10A. MOD. OF CONTR M17854-13-F-4802		
GODE CHILLIA	In an arrange	-	X	10B. DATED (SEE ITE 09-Nov-2012	EM 1	3)
CODE 6XWA8	THIS ITEM ONLY	APPLIES TO AMENDMENTS OFSOLI		07 1101 2012		
O111e above nunbered solicitation is mrended as set fort			O	is extended, Dis not e	extend	led
Offilr IIIISt acknowledge receipt of this amendment pric (a) By conpleting Items 8 and 15, and returning or (c) By separate letter or telegram which includes a n RECEIVED ATTHEPLACE DESIGNATED FOR TI REJECTION OF YOUR OFFER. If by virtue of this ar provided each telegram or letter makes reference to the	copies of the amendment ererence to the solicitation HERECEIPTOFOFFERSE nendment you desire to cha	nt; (b) By acknowledging receipt ofthis amendme and mrendment nunbers. FAILURE OF YOURA PRIOR 1DTHE HOUR AND DATE SPECIFIED ange an offilr already submitted, such change may be	nt on ACKN MA be mid	each copy of the oflilr subrritted NOWLEDGMENTTO BE Y RESULTIN de by telegramor letter,	1;	
12. ACCOUNTING AND APPROPRIATION O	ATA (If required)					
See Schedule	(11 11)					
		TO MODIFICATIONS OF CONTRACT CT/ORDER NO. AS DESCRIBED IN ITI				
A. THIS CHANGE ORDER IS ISSUED PURSI CONTRACT ORDERNO. IN ITEM IOA.	UANT TO: (Specify a	uthority) THE CHANGES SET FORTH	IN I	TEM 14 ARE MADE IN	THE	
B. THE ABOVE NUMBERED CONTRACT/C office, appropriation date, etc.) SET FOR					in p	aying
X C. THIS SUPPLEMENTAL AGREEMENT IS FAR52.217-9	ENTERED INTO PU	JRSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and	authority)					
E. IMPORTANT: Contractor D is not,	is required to sig	gn this document and return 1	coj	pies to the issuing office.		
14. DESCRIPTION OF AMENDMENTIMODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker15278 The purpose of modification P00018 to task order M37854-13-F-4802 is to: 1) Exercise and incrementally fund OptionYear 2 CLIN 2001; 2) Incorporate CLIN 2003 and SLINs 2003AA-AC; 3) Transfer funds between CLIN 1002 and SLINs 2003AA-AC; 4) Incorporate and fund SLIN 2002AA; 5) Update DFARS clauses 252.232-7006 and 252.232-7007; 6) Update the Payment office in Block 18a; and 7) Update the delivery information for CLINs 2001 and 2002. All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions ofthedocUJrent referenced in Item9A or 10A, as heretofore changed, remains unchanged and in full force and effect.						
15A. NAME AND TITLE OF SIGNER (Type or		16A. NAME AND TITLE OF CO EDWARD H. MCGRAIL III / CONTRACTING TEL: 703-432-4139	ONT	RACTING OFFICER (Typ		print)
15B. CONTRACTOR/OFFEROR	15C. DATE.SIGNE		RIC			DATE SIGNED
	200. Ziii Ziii Ziii Ziii Ziii Ziii Ziii Z					
(Signature of person authorized to sign)	-	(Signature of Contracting Of	fice	٠. ا	14	-Nov-2014

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT P00018 JEFECTIVE DATE AMENDMENT/REODERCATION NO JEFECTIVE DATE AMENDMENT/REODERCATION NO JEFECTIVE DATE AMENDMENT/REODERCATION NO JEFECTIVE DATE AMENDMENT/REODERCATION NO STROKET NO (Impaginente) AMENDMENT/REODERCATION NO STROKET NO (Impaginente) AMENDMENT/REDEATION (IMpaginente) AMENDMENT/REDEATION (IMpaginente) AMENDMENT/REDEATION NO MARKOREWSYOD ATTAINABLE AND ADDRESS OF CONTRACTOR (No., Stroke, County, Sinte and Zep Code) AMENDMENT/REDEATION NO SCIENCE, APPLICATION NO (No., Stroke, County, Sinte and Zep Code) TO A AMENDMENT OF SOLICITATION NO. SCIENCE, APPLICATION NO (No., Stroke, County, Sinte and Zep Code) TO A AMENDMENT OF SOLICITATION NO. SCIENCE, APPLICATION NO (No., Stroke, County, Sinte and Zep Code) TO A AMENDMENT OF SOLICITATION NO. TO A AMENDMENT OF SOLICITATION OF SOLICITA	AMENDMENT OF SOLICITATION	N/MODIFIC A TI	ON OF CONTRACT	CONT CT10 CODE	PAGEOI' !'AGES		
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Offer must acknowledge receipl of this amendmed_prior to the hour und dale spc_cifid in the solicitation or as an_inded by on: offlits following metrics of this amendment on each copy offl' offer 5 shownilled. () (By completing thems shall 15, and returning upies of this. all'indirection by acknowledging receipt of this amendment on each copy offl' offer 5 shownilled. or (c) By special better to telegram which includes a reference to life. solicitation and amendment purpose the properties of the state of the properties of the solicitation and mendment purpose the pages of offer diready submitted such that Day to the properties of the solicitation and his manufactural and is received prior to lise openind filtor and date specified. 12. ACCOLINITION AND APPROPRIATION DATA (If required) See Schedule 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACTIORDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify nuthorily) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 14. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT HE ADMINISTRATIVE CHANGES (such ns thanges in paying office, appropriation date, doc.) SET FORTH IN ITEM 14, PURSUANT TO AUTHORITY OF FAR 43.103(B). C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 43.103(B). ELMPORTANT: Contractor O isnot, 00 is required to sign this documentand return copies to the issuing office. 14. DESCRIPTION OF AMENDMENT/MODIFICATION (organized by UCF idelion headings, including solicitation/contract subject that lever where feasible.) Modification Control Number: storaker15278 The purpose of modification Pool Is to task order M7854-13-F-4802 is to: 15. Exercise and Incrementally fund OptionYear 2 CLIN 2001; 2) Incorporate CLIN 2003 and SLINs 2003AA-AC;3) Transfer funds between CLIN 1002 and SLINs 2003AA-AC;4) Incorporate and funds Elevery Information for CLINs 2001 and 2002. All other terms and _conditions remain t			í	$\overline{}$			
() By completing lenis sea and 15, and returning poises of fits: alliculment, ob) by acknowledging receipt of this amendment concent opportunities, or (a) By sparting before the provided and the provided and the provided and the provided and the provided each tak: It mor leave makes reference to like solicitation and anadmently and series to hange on offer and beginning the provided each tak: It mor leave makes reference to like solicitation and his manufancel, and is received prior to like openinB 110w and date specified. 12. ACCOUNTING AND APPROPRIATION DATA (if required) See Schedule 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS ORDERS. IT MODIFIES THE CONTRACTIONEDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify nutborly) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such ns thanges in paying office, appropriation date, dec.) SET FORTH IN ITEM 14, PURSUANT TO TUE AUTHORITY OF: FAR 52.217-9 D. OTHER (Specify 1:pe of modification and authority) ELIMPORTANT: Continctor is not, O is required to sign this document and the solicitation frontment subject that let where feasible.) Modification Control Number: storaker15278 The purpose of modification POOD18 to task order Mo7854 13-F-4802 is to: 13. Exercise and Incrementally fund Option Year 2 CLIN 2001; 2) Incorporate CLIN 2003 and SLINs 2003AA-AC;3) Transfer funds between CLIN 1002 and SLINs 2003AA-AC;4) Incorporate and fund SLIN 2002AA;5) Update the Payment office In Block 18a; and 7) Update the delivery Information for CLINs 2001 and 2002. All other terms and _conditions remain the same. Therefore the task order Is modified as follows: ISO NITEAL OF PROPERTIES							
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A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify nuthorily) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO.IN ITEM 16A. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECTTHE ADMINISTRATIVE CITANGES (such ns thanges in paying office, appropriation date, dec.) SET FORTH IN ITEM 14, PURSUANT TO TUE AUTHORITY OF: FAR 52.217-9 D. OTHER (Specify 1::pc of modification and authority) E.IMPORTANT: Contractor							
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16A. NAME AND TITLE OF CONTRACTING OFFICER (I'ypc or prinl) 16A. NAME AND TITLE OF CONTRACTING OFFICER (I'ypc or prinl)	All other terms and_conditions remain the same. Therefore the task order Is modified as follows:						
16A. NAME AND TITLE OF CONTRACTING OFFICER (I'ypc or prinl) 16A. NAME AND TITLE OF CONTRACTING OFFICER (I'ypc or prinl)	Except as provided lx:rein, alltcmu, and conditions of the document referenced in Item 9A or IOA. IIII beretofore chimoed, problins, unchanged and in full foregoing clfg-<						
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ISCONTRACTOR/OFFEROR ITSC. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C, DATE SIGNED 1.!:_ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \				\ J1	• 1		
1.!:_ Z (\) .f).J;u :ZDr+ BY					CO. D. I TEL 2222		
				(A)	oc, DATE SIGNED		
——————————————————————————————————————	■ 1.!:_ ℓ (\	_)l.f).J;u :ZD	<u>r</u> + <u>by</u>				
	(Signature: of person authori	zed ta'Siiiiif					

EXCEPTION TO SF 30 API'ROVED BY OIRM 11-84

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449- CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by $\underline{\hspace{0.2cm}}$ (b)(4) from $\underline{\hspace{0.2cm}}$ (b)(4) .

The 'Payment will be made by' organization has changed from

DFAS COLUMBUS PO BOX 369022

ATTN: KANSAS CITY

COLUMBUS OH 43236-9022

to

DFAS -COLUMBUS CENTER (M67443)

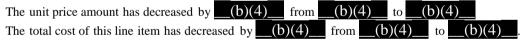
MARINE CORPS VENDOR PAY

ATTN- KANSAS P.O. BOX 182317

COLUMBUS OH43218-2317

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1002AE



CLIN2001

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545015RCG2417 has been added.

CLIN2002

The CLIN type priced has been deleted.

The pricing detail quantity 1.00 has be('!n deleted.

The unit price amount has decreased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 2002AA is added as follows:

SUPPLIES/SERVICES **QUANTITY** UNIT **UNIT PRICE** ITEM NO **AMOUNT** (b)(4)2002AA 148,391.32 Lot \$1.00 EXERCISED ECP 2005 & 2006 OPTION **FFP** ECPs 2005, 2006, in accordance with the attached PWS Sections 1.8.2.24-1.8.2.25, inclusive of any and all travel and ODCs. FOB: Destination MILSTRIP: M0008515RC00005 PURCHASE' REQUEST NUMBER: M0008515RC00005 **NETAMT** (b)(4)ACRN AE CIN: M0008515RC000052002AA SUBCLIN 2002AB is added as follows: ITEM NO SUPPLIES/SERVICES **OUANTITY** UNIT UNIT PRICE **AMOUNT** Lot \$1.00 (b)(4)(b)(4)2002AB Engineering Change Proposals (ECPs) OPTION ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all travel and ODCs. FOB: Destination (b)(4)**NETAMT** CLIN 2003 is added as follows:

CLIN 2003 is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE AMOUNT Lot \$0.00

Other Direct Costs

FFP

Other Direct Costs FOB: Destination

NETAMT \$0.00

SUBCLIN 2003AA is added as follows:

ITEM NO 2003AA

SUPPLIES/SERVICES

 $\frac{\text{QUANTITY}}{\text{(b)(4)}}$

UNIT PRICE Lot \$1.00

AMOUNT (b)(4)

ODC for TMl Software Licenses

FFP ODC's

FOB: Destination

MILSTRIP: M0008515RC00005

PURCHASE REQUEST NUMBER: M0008515RC00005

NETAMT

 $_{-}(b)(4)_{-}$

ACRNAE

CIN: M0008515RC000052003AA

(b)(4)

SUBCLIN 2003AB is added as follows:

ITEM NO 2003AB

SUPPLIES/SERVICES

QUANTITY (b)(4

UNIT Lot UNIT PRICE \$1.00 <u>AMOUNT</u>

(b)(4)

ODCs Pervasive Licenses

FFP ODCs

FOB: Destination

MILSTRIP: M9545015RCG2417

PURCHASE REQUEST NUMBER: M9545015RCG2417

NETAMT

 $\overline{(b)(4)}$

ACRNAF

CIN: M9545015RCG24172003AB

(b)(4)

SUBCLIN 2003AC is added as follows:

ITEM NO

SUPPLIES/SERVICES

QUANTITY (b)(4)

UNI T Lot

UNIT PRICE \$1.00

AMOUNT (b)(4)

2003AC OPTION

SAS Licenses

FFP **ODCs**

FOB: Destination

NETAMT

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from

(b)(4) to (b)(4).

CLIN 2001:

AF: 17511061A2A 310 67854 067443 2D M95450 5RCG241710LW (CIN M9545015RCG24172001) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AF has been added.

The CIN M9545015RCG24172001 has been added.

The Cost Code 5RCG241710LW has been added.

SUBCLIN 2002AA:

Funding on SUBCLIN 2002AA is initiated as follows:

ACRN:AE

CIN: M0008515RC000052002AA

Acctng Data: 17511064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Tcital: (b)(4)

Cost Code: 08515RC00005

SUBCLIN 2003AA:

Funding on SUBCLIN 2003AA is initiated as follows:

ACRN:AE

CIN: M0008515RC000052003AA

Acctng Data: 17511064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Total: $_{(b)(4)}$

Cost Code: 08515RC00005

SuBCLIN 2003AB:

Funding on SUBCLIN 2003AB is initiated as follows:

ACRN:AF

CIN: M9545015RCG24172003AB

Acctng Data: 17511061A2A 310 67854 067443 2D M95450

Increase: ___(b)(4)__
Total: ___(b)(4)__

Cost Code: 5RCG241710LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for CLIN 2001 has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2014 TO

14-NOV-2015

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2014 TO

14-NOV-2015

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for CLIN 2002 has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2014 TO

14-NOV-2015

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: De tination

To:

DELIVERY DATE

QUANTITY

N/A

N/A

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO

14-NOV-2015

COMMANDER, MARINE CORPS SYSTEMSM67854 COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 2002AA:

DELIVERY DATE

QUANTITY

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO

14-NOV-2015

N/A

COMMAND. MARINE CORPS SYSTEMSM67854

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following DeliverySchedule item has been added to CLIN 2003:

DELIVERY DATE

QUANTITY

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO

14-NOV-2015

N/A

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 2003AA:

DELIVERY DATE

QUANTITY

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO 14-NOV-2015

4 TO N/A

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 2003AB:

N/A.

DELIVERY DATE

OUANTITY

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO

14-NOV-2015

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 2003AC:

N/A

DELIVERY DATE

QUANTITY

SHIP TO ADDRESS

UIC

POP 15-NOV-2014 TO

14-NOV-2015

 $COMMANDER,\ MARINE\ CORPS\ \ SYSTEMSM67854$

COMMAND

ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AA:

INSPECT AT

INSPECT BY Government ACCEPT AT Destination

ACCEPT BY Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 2002AB:

INSPECT AT

INSPECT BY

ACCEPT AT

ACCEPT BY

Destination

Destination

Government

Destination

Government

The following Acceptance/Inspection Schedule was added for CLIN 2003:

INSPECT AT

Destination

INSPECT BY Government ACCEPT AT Destination

ACCEPT BY Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 2003AA:

INSPECT AT Destination

INSPECT BY Government

ACCEPT AT Destination

ACCEPT BY Government The following Acceptance/Inspection Schedule was added for SUBCLIN 2003AB:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 2003AC:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AA	5	May-13	(b)(4)_
0002AA	6	Jun-13	(b)(4)_
0002AA	7	Ju/-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	. Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)_
0002AC	7	Ju/-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_

0002AD	9	Sep-13(b)(4)_
0002AD	10	Oct-13 <u>(b)(4)</u>
0002AD	11	Nov-13 <u>(b)(4)</u>
	Total FFP	(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /Year	Amount Due
	No.		
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)_
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

ECPs 1041 and 1304 Billing Schedule

	Payment	Month/	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)
0002AE	2	Sep-13	(b)(4)
0002AE	3	Oct-13	(b)(4)
0002AE	4	Nov-13	(b)(4)
	Total FFP		(b)(4)_

ECP 1804 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)_
0002AK	2	Oct-13	(b)(4)_
0002AK	3	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1840,1841 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)_
1002AA	2	Jan-14	(b)(4)_
1002AK	3	Feb-14	(b)(4)_
1002AF	4	Mar-14	(b)(4)_
1002AF	5	Apr-14	(b)(4)_
1002AF	6	May-14	(b)(4)_
1002AF	7	Jun-14	(b)(4)_
1002AF	8	Jul-14	(b)(4)_
1002AH	9	Aug-14	(b)(4)_
1002AH	10	Sep-14	(b)(4)_
1002AH	11	Oct-14	(b)(4)_
1002AH	12	Nov-14	(b)(4)_
_	Total FFP		(b)(4)_

ECPs 1844-1849 Billing Schedule

CLIN	Payment No.	Month /Year	Amount Due
1002AB	1	Dec-13	(b)(4)
1002AB	2	Jan-14	(b)(4)_
1002AD	3	Feb-14	(b)(4)_
1002AD	4	Mar-14	(b)(4)_
1002AD	5	Apr-14	(b)(4)_
1002AD	6	May-14	(b)(4)_
1002AD	7	Jun-14	(b)(4)_
1002AD	8	Jul-14	(b)(4)_
1002AD	9	Aug-14	(b)(4)_
1002AD	10	Sep-14	(b)(4)_
1002AD	11	Oct-14	(b)(4)_
1002AD	12	Nov-14	(b)(4)_
	Total FFP		(b)(4)_

MCEITS Migration Billing Schedule: CLIN 3008

CLIN	Payment No.	Month / Year	Amount Due
3008	1	May-14	(b)(4)_
3008	2	Jun -14	(b)(4)_
3008	3	Jul-14	(b)(4)_
3008	4	Aug-14	(b)(4)_
3008	5	Sept-14	(b)(4)_
3008	6	Oct-14	(b)(4)_

3008	7	Nov-14(b)(4)
3008	8	Dec-14 <u>(b)(4)</u>
3008	9	Jan-15 <u>(b)(4)</u>
3008	10	Feb-15 <u>(b)(4)</u>
3008	11	Mar-15 <u>(b)(4)</u>
	Total FFP	(b)(4)

ECPs 2005, 2006 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
2002AA	1	Dec-13	(b)(4)_
2002AA	2	Jan-14	$_{}$ (b)(4) $_{}$
2002AA	3	Feb-14	(b)(4)_
2002AA	4	Mar-14	(b)(4)_
2002AA	5	Apr-14	(b)(4)_
2002AA	6	May-14	(b)(4)_
2002AA	7	Jun-14	(b)(4)_
2002AA	8	Jul-14	(b)(4)_
2002AA	9	Aug-14	(b)(4)_
2002AA	10	Sep-14	(b)(4)_
2002AA	11	Oct-14	(b)(4)_
2002AA	12	Nov-14	(b)(4)_
		Total FFP	(b)(4)_

252.232-7006 WIDE AREA WORKFLOW PAYMENT INSTRUCTIONS (JUN 2012)

(a) Definitions. As used in this clause--

Department of Defense Activity Address Code (DoDAAC) is a six position code that uniquely identifies a unit, activity, or organization.

Document type means the type of payment request or receiving report available for creation in Wide Area WorkFlow (WAWF).

Local processing office (LPO) is the office responsible for payment certification when payment certification is done external to the entitlement system.

- (b) Electronic invoicing. The WAWF system is the method to electronically process vendor payment requests and receiving reports, as authorized by DFARS 252.232-7003, Electronic Submission of Payment Requests and Receiving Reports.
- (c) WAWF access. To access WAWF, the Contractor shall--

- (1) Have a designated electronic business point of contact in the Central Contractor Registration at https://www.acquisition.gov; and
- (2) Be registered to use WAWF at https://wawf.eb.mil/ following the step-by-step procedures for self registration available at this Web site.
- (d) WAWF training. The Contractor should follow the training instructions of the WAWF Web-Based Training Course and use the Practice Training Site before submitting payment requests through WAWF. Both can be accessed by selecting the "Web Based Training" link on the WAWF home page at https://wawf.eb.mil/.
- (e) WAWF methods of document submission. Document submissions may be via Web entry, Electronic Data Interchange, or File Transfer Protocol.
- (f) WAWF payment instructions. The Contractor must use the following information when submitting payment requests and receiving reports in WAWF for this contract/order:
- (1) Document type. The Contractor shall use the following document type(s).

The contractor is directed to use the "2-in-1" format when processing invoices and receiving reports. For all requirements, the contractor shall use the 11arine Corps Systems Command DODAAC M67854 and extension **PMIO** (i.e., 1167854 ext **PM10**) as the DODAAC and extension for all shipping addresses.

(2) Inspection/acceptance location. The Contractor shall select the following inspection/acceptance location(s) in WAWF, as specified by the contracting officer.

Not applicable.

(3) Document routing. The Contractor shall use the information in the Routing Data Table below only to fill in applicable fields in WAWF when creating payment requests and receiving reports in the system.

Routing Data Table*

Field Name in WAWF	Data to be entered in WAWF
Pay Official DoDAAC	1167443
Issue By DoDAAC	1167854
Admin DoDAAC	1167854
Inspect By DoDAAC	N/A
Ship To Code	N/A
Ship From Code	N/A
11ark For Code	N/A
Service Approver (DoDAAC)	N/A
Service Acceptor (DoDAAC)	M67854 ext PMIO
Accept at Other DoDAAC	N/A
LPODoDAAC	N/A
DCAA Auditor DoDAAC	N/A
Other DoDAAC(s)	N/A

- (4) Payment request and supporting documentation. The Contractor shall ensure a payment request includes appropriate contract line item and subline item descriptions of the work performed or supplies delivered, unit price/cost per unit, fee (if applicable), and all relevant back-up documentation, as defined in DFARS Appendix F, (e.g. timesheets) in support of each payment request.
- (5) WAWF email notifications. The Contractor shall enter the email address identified below in the "Send Additional Email Notifications" field of WAWF once a document is submitted in the system.

N/A	
11//	

(g) WAWF point of contact. (1) The Contractor may obtain clarification regarding invoicing in WAWF from the following contracting activity's WAWF point of contact.

The Contracting Officer's Representative (COR) Robert C. Hochbaum can be reached via e-mail at robert.hochbaum@usmc.mil or by phone at (703) 784-4709. The Marine Corps WAWF contact is Susan Dibianca can be reached via e-mail at susan.dibianca@saic.com or by phone at 540-322-2897 x 3210.

(2) For technical WAWF help, contact the WAWF helpdesk at 866-618-5988.

(End of clause)

252.232-7007 LIMITATION OF GOVERNMENT'S OBLIGATION (11AY 2006)

- (a) Contract line item(s) <u>2001</u> are incrementally funded. For these item(s), the sum of \$173,109.82 of the total price is presently available for payment and aliotted to this contract. An allotment schedule is set forth in paragraph (j) of this clause.
- · (b) For items(s) identified in paragraph (a) of this clause, the Contractor agrees to perform up to the point at which the total amount payable by the Government, including reimbursement in the event of terinination of those item(s) for the Government's convenience, approximates the total amount currently allotted to the contract. The Contractor is not authorized to continue work on those item(s) beyond that point. The Government will not be obligated in any event to reimburse the Contractor in excess of the amount allotted to the contract for those item(s) regardless of anything to the contrary in the clause entitled "TER11INATION FOR THE CONVENIENCE OF THE GOVERNMENT." As used in this clause, the total amount payable by the Government in the event of termination of applicable contract line item(s) for convenience includes costs, profit and estimated termination settlement costs for those item(s).
- (c) Notwithstanding the dates specified in the allotment schedule in paragraph U) of this clause, the Contractor will notify the Contracting Officer in writing at least ninety days prior to the date when, in the Contractor's best judgment, the work will reach the point at which the total amount payable by the Government, including any cost for termination for convenience, will approximate 85 percent of the total amount then allotted to the contract for performance of the applicable item(s). The notification will state (1) the estimated date when that point will be reached and (2) an estimate of additional funding, if any, needed to continue performance of applicable line items up to the next scheduled date for allotment of funds identified in paragraph (j) of this clause, or to a mutually agreed upon substitute date. The notification will also advise the Contracting Officer of the estimated amount of additional funds that will be required for the timely performance of the item(s) funded pursuant to this clause, for subsequent period as may be specified in the allotment schedule in paragraph (j) of this clause, or otherwise agreed to by the parties. If after such notification additional funds are not allotted by the date identified in the Contractor's notification, or by an agreed substitute date, the Contracting Officer will terminate any item(s) for which additional funds have not been allotted, pursuant to the clause of this contract entitled "TER11INATION FOR THE CONVENIENCE OF THE GOVERNMENT".
- (d) When additional funds are allotted for continued performance of the contract line item(s) identified in paragraph (a) of this clause, the parties will agree as to the period of contract performance which will be covered by the funds.

The provisions of paragraph (b) through (d) of this clause will apply in like manner to the additional allotted funds and agreed substitute date, and the contract will be modified accordingly.

- (e) If, solely by reason of failure of the Government to allot additional funds, by the dates indicated below, in amounts sufficient for timely performance of the contract line item(s) identified in paragraph (a) of this clause, the Contractor incurs additional costs or is delayed in the performance of the work under this contract and if additional funds are allotted, an equitable adjustment will be made in the price or prices (including appropriate target, billing, and ceiling prices where applicable) of the item(s), or in the time of delivery, or both. Failure to agree to any such equitable adjustment hereunder will be a dispute concerning a question of fact within the meaning of the clause entitled "disputes."
- (f) The Government may at any time prior to termination allot additional funds for the performance of the contract line item(s) identified in paragraph (a) of this clause.
- (g) The termination provisions of this clause do not limit the rights of the Government under the clause entitled "DEFAULT." The provisions of this clause are limited to work and allotment of funds for the contract line item(s) set forth in paragraph (a) of this clause. This clause no longer applies once the contract if fully funded except with regard to the rights or obligations of the parties concerning equitable adjustments negotiated under paragraphs (d) or (e) of this clause.
- (h) Nothing in this clause affects the right of the Government to this contract pursuant to the clause of this contract entitled "TERMINATION FOR CONVENIENCE OF THE GOVERNMENT."
- (i) Nothing in this clause shall be construed as authorization of voluntary services whose acceptance is otherwise prohibited under 31 U.S.C. 1342.
- U) Funds in the amount of \$173,109.82 are available upon execution of the contract for a period of performance from 15 November 2014 to 14 January 2015. Additional funds will be added to the contract per the following schedule.

200115 January 2015 to 14 November 2015

(End of clause)

(End of Summary of Changes)

	TIONA CODE	TO A TOTAL OF CONTRACT	1. CONTRACT ID	CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J		1 6
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	5.	PROJECT N	IO.(If applicable)
P00017	11-Apr-2014	SEE SCHEDULE			
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	M67854	7. ADMINISTERED BY (Ifother than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE	M6785	4
				E OF COL	IOTE ATTION NO
NAME AND ADDRESS OF CONTRACTOR (I SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3703	No., Street, County, S		9A. AMENDMENT 9B. DATED (SEE 10A. MOD. OF COM67854-13-F-480	ITEM 11))
			10B. DATED (SE	E ITEM 1	3)
CODE 5UTP8	FACILIT Y COD	DE C	X 09-Nov-2012		
11. 7	THIS ITEM ONLY A	PPLIES TO AMENDMENTS OF SOLICI	ΓATIONS		
The above numbered solicitation is amended as set forth Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	to the hour and date speci copies of the amendment rence to the solicitation at ERECEIP T OF OFFERS F ndment you desire to char	fied in the solicitation or as amended by one of the t; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR ACT PRIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	following methods: on each copy of the offer st KNOWLEDGMENT TO I MAY RESULT IN made by telegram or letter,		led.
12. ACCOUNT ING AND APPROPRIATION DAT	ΓA (If required)				
See Schedule					
		TO MODIFICAT IONS OF CONTRACT S/CCT/ORDER NO. AS DESCRIBED IN ITEM			
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	nthority) THE CHANCES SET FORTH IN	TITEM 14 ARE MAD	E IN THE	3
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT	I IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR 4		nanges in p	paying
X C. THIS SUPPLEMENT AL AGREEMENT IS I FAR 52.217-9 Option To Extend the Term of the		RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and a					
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return 1	copies to the issuing of	fice.	
14. DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) Modification Control Number: markleyk141 The purpose of this modification is to update an	AT ION (Organized 1 565		J	natter	
Except as provided herein, all terms and conditions of the doc 15A. NAME AND TITLE OF SIGNER (Type or p		PA or 10A, as heretofore changed, remains unchanged 16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING OF TEL: 703-432-4139	TRACTING OFFICER	R (Type or	r print)
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI				. DATE SIGNED
		BY End H		~	
(Signature of person authorized to sign)		(Signature of Contracting Office		11	-Apr-2014

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by $\underline{\hspace{1cm}}(b)(4)$ from $\underline{\hspace{1cm}}(b)(4)$ to $\underline{\hspace{1cm}}(b)(4)$.

SUPPLIES OR SERVICES AND PRICES

CLIN 3008

The unit price amount has increased by (b)(4) from (b)(4) to (b)(4) The unit of issue has changed from Each to $\overline{\text{Months}}$.

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545014RCG2170 has been added.
The total cost of this line item has increased by ___(b)(4)_ from ___(b)(4)_ to ___(b)(4)_.

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4) CLIN

3008:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21703008) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG21703008 has been added.

The Cost Code 4RCG217010LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for CLIN 3008 has been changed from:

DELIVERY DATE QUANTITY UIC SHIP TO ADDRESS

POP 01-APR-2014 TO N/A

28-FEB-2015

COMMANDER, MARINE CORPS SYSTEMSM67854 **COMMAND**

MSGT ROBERT HOCHBAUM

2200 LESTER STREET **OUANTICO VA 22134-6050**

703-784-4709 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 14-APR-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

13-MAR-2015 COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AA	5	May-13	(b)(4)_
0002AA	6	Jun-13	(b)(4)_
0002AA	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)_
0002AC	7	Jul-13	(b)(4)_

0002AD	8	Aug-13 <u>(b)(4)</u>
0002AD	9	Sep-13 <u>(b)(4)</u>
0002AD	10	Oct-13(b)(4)
0002AD	11	Nov-13 <u>(b)(4)</u>
	Total FFP	(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AJ	1	Feb-13	(b)(4)_
0002AJ	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)_
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)_
0002AE	2	Sep-13	(b)(4)_
0002AE	3	Oct-13	(b)(4)_
0002AE	4	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 1804 Billing Schedule

CTIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)_
0002AK	2	Oct-13	(b)(4)_
0002AK	3	Nov-13	(b)(4)_
	Total FTP		(b)(4)_

ECPs 1840, 1841 Billing Schedule

CTIN	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)_
1002AA	2	Jan-14	(b)(4)_
1002AK	3	Feb-14	(b)(4)_
1002AF	4	Mar-14	(b)(4)_
1002AF	5	Apr-14	(b)(4)_
1002AF	6	May-14	(b)(4)_
1002AF	7	Jun-14	(b)(4)_
1002AF	8	Jul-14	(b)(4)_
1002AH	9	Aug-14	(b)(4)_
1002AH	10	Sep-14	(b)(4)_
1002AH	11	Oct-14	(b)(4)_
1002AH	12	Nov-14	(b)(4)_
	Total FTP		(b)(4)_

ECPs 1844-1849 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
1002AB	1	Dec-13	(b)(4)_
1002AB	2	Jan-14	(b)(4)_
1002AD	3	Feb-14	(b)(4)_
1002AD	4	Mar-14	(b)(4)_
1002AD	5	Apr-14	(b)(4)_
1002AD	6	May-14	(b)(4)_
1002AD	7	Jun-14	(b)(4)_
1002AD	8	Jul-14	(b)(4)_
1002AD	9	Aug-14	(b)(4)_
1002AD	10	Sep-14	
1002AD	11	Oct-14	(b)(4)_
1002AD	12	Nov-14	(b)(4)_
	Total FTP		(b)(4)_

MCEITS Migration Billing Schedule: CLIN 3008

		•	•
CLIN	Payment No.	Month / Year	Amount Due
3008	1	May-14	(b)(4)_
3008	2	Jun -14	(b)(4)_
3008	3	Jul -14	(b)(4)_
3008	4	Aug-14	(b)(4)
3008	5	Sept-14	(b)(4)_

3008	6	Oct-14 <u>(b)(4)</u>
3008	7	Nov-14 <u>(b)(4)</u>
3008	8	Dec-14 <u>(b)(4)</u>
3008	9	Jan-15 <u>(b)(4)</u>
3008	10	Feb-15 <u>(b)(4)</u>
3008	11	Mar-15 <u>(b)(4)</u>
	Total FFP	(b)(4)_

AMENDMENT OF SOLICITA	ATION/M ODIFI	CATION OF CONTRACT	,I. CONTRA TID CODE	P GEF P.\G Es	
2. AMENDMENT/MODIFICATION NO. P00016	3. EFFECTIVE DATE 07-Apr-2014	4. REQUISITIONIPURCHASE REQ. NO. SEESCHEDULE	,5.proje	CTNO.(lfapplicablel	
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item6)	CODE		
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6	<u> </u>		
8. NAME AND ADDRESS OF CONTRACTOR SCIENCE APPLICATIONS INTERNATIONAL COR PO JONATHAN DAVIS	(No Street. Cowlty, St	rate and Zip Code)	9A AMENDMENT OF 9B. DATED (SEE ITEM		
1710SAIC DR MCLEAN VA 22102-3703			V IOA MOD. OF CONTR		
			IOB. DATED (SEE ITE	M 13)	
CODE 5LffP8	IFACTT TTY COD	F	X 09-Nov-2012		
11	THIS ITEM ONLY A	PPLIES TO AMENDMENTS OF SOLIC	n		
DThe above numbered solicitation is amended as set ror	th in Item 14. The hour and d	ate speciiied rorreceipt ofOffi:r	D is extended, D is not e	extended.	
Offir must acknowledge receipt of this amendn; ont price (a) By completing Items 8 and 15, and returning or (c) By separate letterortelegramwhich includes a received ATTHE PLACE DESIGNATED FOR more Your OFFER If by virtue of this amendment you provided each telegram or Jetter makes reference to the 12. ACCOUNTING AND APPROPRIATION D	copies of the amendment reference to the solicitation and The RECEIPT OF OFFERS P It desire to change an offir all solicitation and this amendr	(b) By acknowledging receipt ofthis amendment and amendment numbers. FAILURE OF YOUR A RIOR TO mE HOUR AND DATE SPECIFIED eady submitted such change may be made by tele	at on each copy of the offir subtritted CKNOWLEDGMENT TO BE D MAY RESULTIN REJECTION begram or Jetter.	;	
See Schedule	* *				
		TO MODIFICATIONS OF CONTRACT T/ORDER NO. AS DESCRIBED IN IT			
A THIS CHANGE ORDER IS ISSUED PURSI CONTRACT ORDER NO. IN ITEM IOA.	UANT TO: (Specify au	thority) THE CHANGES SET FORTH	IN ITEM 14 ARE MADE IN	ТНЕ	
B. THE ABOVE NUMBERED CONTRACT/O office, appropriation date, etc.) SET FOR	TH IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAI	,	in paying	
X C. THIS SUPPLEMENTAL AGREEMENT IS FAR 52.212(4)(c) Changes	SENTERED INTO PUR	RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and	authority)				
E. IMPORT ANT: Contractor D is not,	O is required to sign	n this document and return 1	copies to the issuing office.		
 14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: markleyk141314 The purpose of this ITOdification is to: 1 correct the PoPs on SUNs 1001AA, 1001AC, 1001AD, 1002AF, 1002AG, 1002AH, and 1002AJ; and 2) correct the SON on SUN 1002AC by cancelling 1002AC and incorporating and exercising SUN 1002AK. 					
Except as provided herein, all terms and conditions oft he decurrent relerenced in Item9A or 1OA, as heretofore changed, remains unchanged and in full iOrce and effect. 15A NAME AND TITLE OF SIGNER (Type or print) 16A NAME AND TITLE OF CONTRACTING OFFICER (Type or print)					
Jonathan Davis Sr. Contracts Representati	ve	Edward H. McGra	LÍ⊥, ■ ■ ■ EMAIL:		
15B:1 fRAC ROR	15C. DATE SIGNE			16C DATE SIGNED	
. — -r Ut	07-Apr-201	BY MCGRAILEDWARD.H.1295091882	8,if,;f;.£::;·,;;":::::	07 702 2014	
/ f\$\gnature of person authorized to sign)	07-21pt-201	(Signature of Contracting Of	ficer)	07 Apr 2014	

SUMMARY OF CHANGES

SECTION SF 1449- CONTINUATION SHEET

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1002AC

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

CLIN 3008

The CLIN extended description has changed from TFDW Post Deployment System Support for Manpower & Reserve Affairs functional advocates in accordance with the attached PWS Optional Objective 1.8.2.1, inclusive of any and all travel and ODCs as required to meet this Objective. To be exercised at any point during the total life of the task order at the discretion of the Government. to TFDW Post Deployment System Support for Manpower & Reserve Affairs functional advocates in accordance with the attached PWS Optional Objective 1.8.2.1, inclusive of any and all travel and ODCs as required to meet this Objective. To be exercised at any point during the total life of the task order at the discretion of the Government. To be invoiced in accordance with the attached Milestone Billing Schedule..

SUBCLIN 1002AK is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1002AK		1	Months	(b)(4)	(b)(4)_
EXERCISED	ECPs 1840, 1841 (1 mo)				_ _
OPTION	FFP				
	ECP 1840, 1841, in accord	dance with the atta	iched PWS Sect	ions 1.8.2.16- 1.8.2.17,	
	inclusive of any and all tra	vel and ODCs.			
	FOB: Destination				
	MILSTRIP: M0008514RC	C00004			
	PURCHASE REQUEST N	NUMBER: M0008	3514RC00004		

NETAMT

__(b)(4)_

ACRNAD

CIN: M0008514RC000041002AK

 $_{_}(b)(4)_{_}$

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

SUBCLIN 1002AC:

AD: I74II064A4G 25I 00027 067443 2D 4A4G 085I4RC00004 (CIN M6785414RC00004) was decreased by __(b)(4)_ from __(b)(4)_ to __(b)(4)_

SUBCLIN 1002AK:

Funding on SUBCLIN 1002AK is initiated as follows:

ACRN:AD

CIN: M00085I4RC00004I002AK

AcctngData: I7411064A4G25I 00027 0674432D4A4G

Increase: (b)(4)

Total: $\underline{}$ (b)(4)

Cost Code: 085I4RC00004

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN IOOIAA:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP I5-NOV-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

I4-JAN-20I4 COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22I34-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN IOOIAC has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP I4-FEB-20I4 TO

ll-JUL-20I4

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709

FOB: Destination

To:

POP 14-FEB-2014 TO

14-JUL-2014

N/A

CO ANDER, ARINE CORPS SYSTE S 67854

CO MAND

SGT ROBERT HOCHBAU 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1001AD has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-JUL-2014 TO N/A CO ANDER, ARINE CORPS SYSTE S 67854

11-NOV-2014 CO AND

SGT ROBERT HOCHBAU 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JUL-2014 TO N/A CO MANDER, ARINE CORPS SYSTE S 67854

14-NOV-2014 CO MAND

SGT ROBERT HOCHBAU 2200 LESTER STREET OUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AC has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO

14-FEB-2014

CO AND AND CO AND

CO AND

 $\mathbf{SGT} \ \mathsf{ROBERT} \ \mathsf{HOCHBAU}$

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

POP 15-JAN-2014 TO

14-FEB-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AF has been changed from:

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 14-FEB-2014 TO

11-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

UIC **DELIVERY DATE** QUANTITY SHIP TO ADDRESS

POP 14-FEB-2014 TO

14-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AG has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 14-FEB-2014 TO

11-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

POP 14-FEB-2014 TO N/A

14-JUL-2014

CO ANDER, ARINE CORPS SYSTE S 67854

CO MAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AH has been changed from:

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-illL-2014 TO

11-NOV-2014

CO MANDER, MARINE CORPS SYSTEMSM67854

COMMAND

SGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JUL-2014 TO

14-NOV-2014

COMMANDER, ARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAU 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AJ has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-illL-2014 TO

11-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

SGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

POP 15-JUL-2014 TO N/A

14-NOV-2014

CO ANDER, ARINE CORPS SYSTE S 67854
CO AND

SGT ROBERT HOCHBAU

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AK:

DELIVERY DATE OUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO N/A CO MANDER, MARINE CORPS SYSTEMS 67854

14-FEB-2014 COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

> 703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3008:

DELIVERY DATE QUANTITY SHIP TO ADDRESS VIC

POP 01-APR-2014 TO N/A CO ANDER, RINE CORPS SYSTE SM67854

28-FEB-2015 CO ND

 \mathbf{SGT} ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AK:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

ILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS OOOZAA, OOOZAB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_

0002AA	4	Apr-13 $(b)(4)$	
0002AA	5	<i>May-13</i> (b)(4)_	
0002AA	6	Jun-13 <u>(b)(4)</u>	
0002AA	7	Ju/-13(b)(4)	
0002AB	8	Aug-13(b)(4)_	
0002AB	9	Sep-13(b)(4)_	
0002AB	10	Oct-13(b)(4)_	
0002AB	11	Nov-13(b)(4)_	
	Total FFP	(b)(4)_	

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)_
0002AC	7	Ju/-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month / Year	Amount Due
	No.		
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_

0002AG	10	Nov-13(b)(4)
		Total FFP(b)(4)_

ECPs 1041and 1304 Billing Schedule

	Payment	Month/	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)
0002AE	2	Sep-13	(b)(4)
0002AE	3	Oct-13	$\underline{}$ (b)(4) $\underline{}$
0002AE	4	Nov-13	(b)(4)_
	Total FFP		(b)(4)

ECP 1804 Billing Schedule

CLIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)_
0002AK	2	Oct-13	(b)(4)_
0002AK	3	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1840, 1841 Billing Schedule

CLIN	Payment No.	Month /Year	Amount Due
1002AA	1	Dec-13	(b)(4)_
1002AA	2	Jan-14	(b)(4)_
1002AK	3	Feb-14	(b)(4)_
1002AF	4	Mar-14	(b)(4)_
1002AF	5	Apr-14	(b)(4)_
1002AF	6	May-14	(b)(4)_
1002AF	7	Jun-14	(b)(4)_
1002AF	8	Jul-14	(b)(4)_
1002AH	9	Aug-14	(b)(4)_
1002AH	10	Sep-14	(b)(4)_
1002AH	11	Oct-14	(b)(4)_
1002AH	12	Nov-14	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1844-1849 Billing Schedule

CLIN	Payment No.	Month/Year	Amount Due
1002AB	1	Dec-13	(b)(4)_
1002AB	2	Jan-14	(b)(4)_
1002AD	3	Feb-14	(b)(4)_
1002AD	4	Mar-14	(b)(4)_
1002AD	5	Apr-14	(b)(4)_
1002AD	6	May-14	(b)(4)_
1002AD	7	Jun-14	(b)(4)_
1002AD	8	Jul-14	(b)(4)_
1002AD	9	Aug-14	(b)(4)_
1002AD	10	Sep-14	(b)(4)_
1002AD	11	Oct-14	(b)(4)_
1002AD	12	Nov-14	(b)(4)_
	Total FFP		(b)(4)_

AMENDMENT OF SOLICIT	'ATION/MODIF	TICATION OF CONTRACT	CONTRA TID CODE	P GEF PA ES
2. AMENDMENT/MODIFICATION NO. pec>0 ts	3. EFFECTIVE DATE 11-Mar-2014	4. REQUISITION/PURCHASE REQ. NO. SEE SCHEDULE	15.project	TNO.(lfapplicable)
6.1SSUED BY CODE	l'vE7854	7.AD/vUNISTERED BY (Ifother than itcm6)	CODE	
MARCORSYSCOM ATTN:ED\I\t'\RD MCGRAILCT024, 2200 LESTER STR QUANTICO VA 22134		See Item 6		
8. NAME AND ADDRESS OF CONTRACTOR SCIENCE APPLICATIONS INTERNATIONAL CORPO	R (No., Street, Cotmty,	State and Zip Code)	9A. AMENDMENT OF SC	LICITAT!ON NO.
JONATHAN DAVIS 1710SAIC DR MCLEAN VA22102-3703			9B. DATED(SEE ITEM I	
			X IOA. MOD. OF CONTRAC I'vE7854-13-F-4802	
CODE 5LJTP8	FACILITY CO		X 09-N:JV-2012	13)
	. THIS ITEM ONLY	APPLIES TO AMENDMENTS OF SOLI	ICITATIONS Dis extended, Dis not extended,	
or (c) By separate letter or telegram which includes a RECEIVED AT THE PLACE DESIGNATED FOR T REJECTION OF YOUR OFFER. Ifby virtue offthis a provided each telegram or letter rrnkes reierence to the 12. ACCOUNTING AND APPROPRIATION D See Schedule	THE RECEIPT OF OFFERS amendment you desire to cha e solicitation and this mren	PRIOR TO THE HOUR AND DATE SPECIFIED ange an olli:r already subtritted, such change nny l	D MAY RESULT IN be made by telegramorletter,	
	TEM APPLIES ONLY	TO MODIFICATIONS OF CONTRACT	ΓS/ORDERS.	
A THIS CHANGE ORDER IS ISSUED PURS CONTRACT ORDER NO. IN ITEM IOA B. THE ABOVE NUMBERED CONTRACT/ office, appropriation date, etc.) SET FOR X C. TI-IIS SUPPLEMENTAL AGREEMENT I FAR43.103(a) D. OTHER (Specify type of modification and	UANT TO: (Specify a CORDER IS MODIFIED ATH IN ITEM 14, PUR SENTERED INTO PU	TO REFLECT THE ADMINISTRATIV SUANT TO THE AUTHORITY OF FA	IN ITEM 14 ARE MADE IN THE	
E. IMPORT ANT: Contractor is not,	O :	gn this document and return 1	copies to the issuing office.	
14. DESCRIPTION OF AMENDMENT/MODING Notes feasible.) Modification Control Number: addasj14. The purpose of this rmdification is to: 1. Incorporate Nfi!.CARS 5237.102-90 languated all other terms and conditions remain uncharacteristics.	1222 age.	I by UCF section headings, including solic	citation/contract subject matter	
Except as provided herein, all km"6 and conditions offlic				
Jonathan Davis		16A NAME AND TITLE OF CO	e. c n-· \ 1m.;_	or print)
Sr. Contracts Il!.e.Rresenta	ISC. DATE SIGNE	:- Tf •	Jc_	6C. DATE SIGNED
authorized to sign)		(Signature of Contracting O	fficer)	jJ ∨fl)∣

SUMMARY OF CHANGES

SECTION SF 1449- CONTINUATION SHEET

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1002AF
The MILSTRIP M9545014RCG2170 has been added.

The following have been added by full text: NMCARS 5237.102-90 LANGUAGE

5237.102-90 Enterprise-wide Contractor Manpower Reporting Application (ECMRA)

"The contractor shall report contractor labor hours (including subcontractor labor hours) required for performance of services provided under this contract **for the Total Force Data Warehouse**] via a secure data collection site. Contracted services excluded from reporting are based on Product Service Codes (PSCs). The excluded PSCs are:

- (1) W, Lease/Rental of Equipment;
- (2) X. Lease/Rental of Facilities:
- (3) Y, Construction of Structures and Facilities;
- (4) S, Utilities ONLY;
- (5) V, Freight and Shipping ONLY.

The contractor is required to completely fill in all required data fields using the following web address https://doncrnra.nmci.navy.mil.

Reporting inputs will be for the labor executed during the period of performance during each Government fiscal year (FY), which runs October 1 through September 30. While inputs may be reported any time during the FY, all data shall be reported no later than October 31 of each calendar year. Contractors may direct questions to the help desk, linked at https://doncrnra.nmci.navy.mil.

AMENDMENT OF COLLOWS	TIONALODIE	ICATION OF CONTRA CT		1. CONTRACT ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J	1 5
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJE	CT NO.(If applicable)
P00014	25-Feb-2014	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (If other than item 6)		CODE	
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, S	tate and Zip Code)	9,	A. AMENDMENT OF	SOLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3703	,		91	B. DATED (SEE ITEM	11)
WO LLAW VA 22 102-3703			X 10)A. MOD. OF CONTRA 67854-13-F-4802	ACT/ORDER NO.
				B. DATED (SEE ITE	M 13)
CODE 5UTP8	FACILIT Y COD	E		9-Nov-2012	
		PPLIES TO AMENDMENTS OF SOLICI	IT AT		
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	date specified for receipt of Offer	is	extended, is not e	xtended.
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a re RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	copies of the amendment erence to the solicitation a E RECEIP TOF OFFERS F endment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on eac CKNOV MAY F e made b	ch copy of the offer submitted WLEDGMENT TO BE RESULT IN by telegram or letter,	ı;
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)				
See Schedule					
IT MODI	FIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACTS TT/ORDER NO. AS DESCRIBED IN ITE	M 14.		
A. THIS CHANGE ORDER IS ISSUED PURSU CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	thority) THE CHANGES SET FORTH II	N ITE	M 14 ARE MADE IN	ГНЕ
B. THE ABOVE NUMBERED CONTRACT/O office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.217-9 Option to Extend the Term of the		RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and a	authority)				
E. IMPORT ANT: Contractor is not,	X is required to sign	n this document and return 1	copies	s to the issuing office.	
 DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) Modification Control Number: markleyk14 The purpose of this modification is to: incorporate updated Attachment 1, Performs exercise SLINs 1001AD, 1002AH, and 1002 	1093 ance Work Statement;		ation/	contract subject matter	
Except as provided herein, all terms and conditions of the do		PA or 10A, as heretofore changed, remains unchang 16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING O	NTRA	CTING OFFICER (Typ	e or print)
15D CONTRACTOR/OFFEROR	150 DATE GOVER	TEL: 703-432-4139		MAIL: edward.mcgrail@usmc.	
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI	1.0		21 - = =	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Offi		3	27-Feb-2014
(Signature of person authorized to sign)	I	(Signature of Contracting Offi	icci)		

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1001AD

The option status has changed from No Status to Option Exercised. The MILSTRIP M9545014RCG2170 has been added.

SUBCLIN 1002AH

The option status has changed from No Status to Option Exercised.

The MILSTRIP M9545014RCG2170 has been added.

SUBCLIN 1002AJ

The option status has changed from No Status to Option Exercised.

The MILSTRIP M9545014RCG2170 has been added.

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 1001AD:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21701001AD) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG21701001AD has been added.

The Cost Code 4RCG217010LW has been added.

SUBCLIN 1002AH:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21701002AH) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG21701002AH has been added.

The Cost Code 4RCG217010LW has been added.

SUBCLIN 1002AJ:

AC: 17411061A2A310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21701002AJ)

was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG21701002AJ has been added.

The Cost Code 4RCG217010LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 1001 AD:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-JUL-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

11-NOV-2014 COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AH:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-JUL-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

11-NOV-2014 COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AJ:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 12-JUL-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

11-NOV-2014 COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following have been modified:

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule (MBS)

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00010.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1	1. CONTRACT ID CODE		PAGE OF PAGES
AMENDMENT OF SOLICITA	HOM/MODIF	ICATION OF CONTRACT		J		1 7
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/P URCHASE REQ. NO.			5. PROJECT N	O.(If applicable)
P00013	14-Feb-2014	SEE SCHEDULE				
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (If other than item 6)		COD	E M6785	4
MARCORSYSCOM ATTN:EDWARD MCGRAILCT024, 2200 LESTER STR QUANTICO VA 22134	MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: USA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050					
8. NAME AND ADDRESS OF CONTRACTOR (No. Street County St	ate and Zin Code)	9A.	AMENDME	NT OF SOL	ICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHON DAVIS 17:10 SAIC DR MC LEAN VA 22102-3703	tor, screet, county, sc		9B.	DATED (SE	E ITEM 11)
NIC ELAN VA 22102-3703			X 10A	A. MOD. OF 0 7854-13-F-4	CONT RACT	ORDER NO.
				B. DATED (S	SEE ITEM 1	3)
CODE 5UTP8	FACILITY COD	E PPLIES TO AMENDMENTS OF SOLICE	00	Nov-2012		
The above numbered solicitation is amended as set forth				tended,	is not extend	lad
					Is not extend	ied.
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment erence to the solicitation at RECEIPTOF OFFERS P ndment you desire to chan	(b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC RIOR TO THE HOUR AND DATE SPECIFIED ge an offer already submitted, such change may be	t on each CKNOWI MAY RE	copy of the offer LEDGMENT TO SULT IN telegram or lette	O BE	
12. ACCOUNT ING AND APPROPRIATION DAT	ΓA (If required)					
See Schedule	•					
		O MODIFICAT IONS OF CONTRACT S T/ORDER NO. AS DESCRIBED IN ITE		RS.		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.				I 14 ARE MA	ADE IN THE	3
B. THE ABOVE NUMBERED CONTRACT/OR office, appropriation date, etc.) SET FORTH					changes in p	paying
X C. THIS SUPPLEMENT AL AGREEMENT IS F FAR 52.217-9	ENTERED INTO PUR	RSUANT TO AUTHORITY OF:				
D. OTHER (Specify type of modification and a	uthority)					
E. IMPORTANT: Contractor X is not,	is required to sign	this document and return	copies t	to the issuing	office.	
 14. DESCRIPTION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: addasj141014 The purpose of modification POOO13 to task order M67854-13-F-4802 is to: 1)Update, fund, and exercise the optional SLINs 1001AC, 1002AF and 1002AG for five months; and 2) Incorporate SLINs 1001AD, 1002AH and 1002AJ. All other terms and conditions remain the same. 						
Except as provided herein, all terms and conditions of the doc 15A. NAME AND TITLE OF SIGNER (Type or p Jonathan Davis	rint)	16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING C	NT RAC	T ING OFFIC	ER (Type or	· print)
Sr. Contracts Representative	1	TEL: 703-432-4139		AIL: edward.mcg		. DATE SIGNED
15B. CONTRACTOR OFFEROR	15C. DATE SIGNED	1. 001.	ICA	h =	~	-Feb-2014
(Signature of person authorized to sign)		(Signature of Contracting Off	icer)			

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)SUPPLIES OR SERVICES AND PRICES SUBCLIN 1001AC The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4). The option status has changed from Option to Option Exercised. The MILSTRIP M9545014RCG2170 has been added. The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)SUBCLIN 1002AF The CLIN description has changed from ECPs 1840, 1841 (9 mo) to ECPs 1840, 1841 (5 mo). The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4). The option status has changed from Option to Option Exercised.

The total cost of this line item has decreased by ___(b)(4)_ from ___(b)(4)_ to ___(b)(4)__ SUBCLIN 1002AG The pricing detail quantity has decreased by (b)(4) from (b)(4) to The option status has changed from Option to Option Exercised. The MILSTRIP M9545014RCG2170 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 1001AD is added as follows:

ITEM NO 1001AD SUPPLIES/SERVICES

QUANTITY

UNIT Months UNIT PRICE __(b)(4)_

AMOUNT (b)(4)

TFDW O&S Objectives 1.1 - 1.4, 1.6 -1.7

FFP

TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in accordance with the proposed Milestone Billing Schedule (MBS).

FOB: Destination

NET AMT

(b)(4)

SUBCLIN 1002AH is added as follows:

ITEM NO 1002AH SUPPLIES/SERVICES

QUANTITY

UNIT

UNIT PRICE

AMOUNT

4 Each (b)(4)

ECPs 1840, 1841 (4 mo)

FFP

ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16- 1.8.2.17, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

NET AMT

(b)(4)

SUBCLIN 1002AJ is added as follows:

ITEM NO 1002AJ SUPPLIES/SERVICES

QUANTITY 4

UNIT Each UNIT PRICE

(b)(4)

AMOUNT (b)(4)

(b)(4)

ECPs 1844-1849 (4 mo)

FFP

ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

NET AMT

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by $\underline{\hspace{0.2cm}}(b)(4)$ from $\underline{\hspace{0.2cm}}(b)(4)$ to $\underline{\hspace{0.2cm}}(b)(4)$.

SUBCLIN 1001AC:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG217000031001) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG217000031001 has been added.

The Cost Code 4RCG217010LW has been added.

SUBCLIN 1002AF:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21701002) was increased by __(b)(4)_ from __(b)(4)_ to __(b)(4)_

The contract ACRN AC has been added.

The CIN M9545014RCG21701002 has been added.

The Cost Code 4RCG217010LW has been added.

SUBCLIN 1002AG:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21701002) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AC has been added.

The CIN M9545014RCG21701002 has been added.

The Cost Code 4RCG217010LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 1001AC has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-FEB-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND
MSGT ROBERT HOCHBAUM
2200 LESTER STREET
QUANTICO VA 22134-6050
703-784-4709
FOB: Destination

To:

POP 14-FEB-2014 TO

11-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AF has been changed from:

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-FEB-2014 TO

14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 14-FEB-2014 TO

11-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AG has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-FEB-2014 TO

14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

To:

POP 14-FEB-2014 TO N/A 11-JUL-2014

COMMANDER, MARINE CORPS SYSTEMSM67854 COMMAND MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 1001AD:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AH:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AJ:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been added by full text:

252.232-7007 LIMITATION OF GOVERNMENT'S OBLIGATION (MAY 2006)

- (a) Contract line item(s) <u>1001AC</u> through <u>1002AG</u> are incrementally funded. For these item(s), the sum of \$624,163.50 of the total price is presently available for payment and allotted to this contract. An allotment schedule is set forth in paragraph (j) of this clause.
- (b) For items(s) identified in paragraph (a) of this clause, the Contractor agrees to perform up to the point at which the total amount payable by the Government, including reimbursement in the event of termination of those item(s) for the Government's convenience, approximates the total amount currently allotted to the contract. The Contractor is not authorized to continue work on those item(s) beyond that point. The Government will not be obligated in any event to reimburse the Contractor in excess of the amount allotted to the contract for those item(s) regardless of anything to the contrary in the clause entitled "TERMINATION FOR THE CONVENIENCE OF THE GOVERNMENT." As used in this clause, the total amount payable by the Government in the event of termination of applicable contract line item(s) for convenience includes costs, profit and estimated termination settlement costs for those item(s).
- (c) Notwithstanding the dates specified in the allotment schedule in paragraph (j) of this clause, the Contractor will notify the Contracting Officer in writing at least ninety days prior to the date when, in the Contractor's best judgment, the work will reach the point at which the total amount payable by the Government, including any cost for termination for convenience, will approximate 85 percent of the total amount then allotted to the contract for performance of the applicable item(s). The notification will state (1) the estimated date when that point will be reached and (2) an estimate of additional funding, if any, needed to continue performance of applicable line items up to the next scheduled date for allotment of funds identified in paragraph (j) of this clause, or to a mutually agreed upon substitute date. The notification will also advise the Contracting Officer of the estimated amount of additional funds that will be required for the timely performance of the item(s) funded pursuant to this clause, for subsequent

period as may be specified in the allotment schedule in paragraph (j) of this clause, or otherwise agreed to by the parties. If after such notification additional funds are not allotted by the date identified in the Contractor's notification, or by an agreed substitute date, the Contracting Officer will terminate any item(s) for which additional funds have not been allotted, pursuant to the clause of this contract entitled "TERMINATION FOR THE CONVENIENCE OF THE GOVERNMENT".

- (d) When additional funds are allotted for continued performance of the contract line item(s) identified in paragraph (a) of this clause, the parties will agree as to the period of contract performance which will be covered by the funds. The provisions of paragraph (b) through (d) of this clause will apply in like manner to the additional allotted funds and agreed substitute date, and the contract will be modified accordingly.
- (e) If, solely by reason of failure of the Government to allot additional funds, by the dates indicated below, in amounts sufficient for timely performance of the contract line item(s) identified in paragraph (a) of this clause, the Contractor incurs additional costs or is delayed in the performance of the work under this contract and if additional funds are allotted, an equitable adjustment will be made in the price or prices (including appropriate target, billing, and ceiling prices where applicable) of the item(s), or in the time of delivery, or both. Failure to agree to any such equitable adjustment hereunder will be a dispute concerning a question of fact within the meaning of the clause entitled "disputes."
- (f) The Government may at any time prior to termination allot additional funds for the performance of the contract line item(s) identified in paragraph (a) of this clause.
- (g) The termination provisions of this clause do not limit the rights of the Government under the clause entitled "DEFAULT." The provisions of this clause are limited to work and allotment of funds for the contract line item(s) set forth in paragraph (a) of this clause. This clause no longer applies once the contract if fully funded except with regard to the rights or obligations of the parties concerning equitable adjustments negotiated under paragraphs (d) or (e) of this clause.
- (h) Nothing in this clause affects the right of the Government to this contract pursuant to the clause of this contract entitled "TERMINATION FOR CONVENIENCE OF THE GOVERNMENT."
- (i) Nothing in this clause shall be construed as authorization of voluntary services whose acceptance is otherwise prohibited under 31 U.S.C. 1342.
- (j) Funds in the amount of \$xxx are available upon execution of the contract for a period of performance from 14 February 2014 to 13 July 2014. Additional funds will be added to the contract per the following schedule.

1001 AD 14 July 2014 to 13 November 2014 1002 AH 14 July 2014 to 13 November 2014 1002 AJ 14 July 2014 to 13 November 2014

(End of clause)

	TIONA CODE	ACAMION OF COMMINA CIT	1. CONTRACT	ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J		1 5
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJECT	NO.(If applicable)
P00012	15-Jan-2014	SEE SCHEDULE			
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	V67854	7. ADMINISTERED BY (Ifother than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CO	DE M6785	54
			LOA AMENTON	ENTE OF COL	LOTE ATLON NO
8. NAME AND ADDRESS OF CONTRACTOR (N SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3702	. /	9A. AMENDM 9B. DATED (S 10A. MOD. OF M67854-13-F-4	EE ITEM 11	,	
			10B. DATED	(SEE ITEM	13)
CODE 5UTP8	FACILIT Y COD)E	X 09-Nov-2012		
11. T	HIS ITEM ONLY A	PPLIES TO AMENDMENTS OF SOLICI	T AT IONS		
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED ATTHE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment rence to the solicitation a RECEIPTOFOFFERS F ndment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	on each copy of the off KNOWLEDGMENT MAY RESULT IN made by telegram or let	ТО ВЕ	
12. ACCOUNT ING AND APPROPRIATION DAT	TA (If required)				
See Schedule					
IT MODIF	TIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACT SACT/ORDER NO. AS DESCRIBED IN ITEM	M 14.		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ant TO: (Specify au	ithority) THE CHANGES SET FORTH IN	TIEM 14 ARE M	IADE IN TH	Е
B. THE ABOVE NUMBERED CONTRACT/OR office, appropriation date, etc.) SET FORTHX C. THIS SUPPLEMENT AL AGREEMENT IS E	I IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR		as changes in	paying
FAR 52.217-9					
D. OTHER (Specify type of modification and au	nthority)				
E. IMPORT ANT: Contractor X is not,	is required to sign	n this document and return	copies to the issuin	g office.	
14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14783 The purpose of modification P00012 to task order M67854-13-F-4802 is to: 1) Update, fund, and exercise the optional ECP SLINs 1002AC and 1002AD for one month; and 2) Incorporate option SLINs 1002AF and 1002AG.					
All other terms and conditions remain the same. Therefore, the task order is modified as follows:					
Except as provided herein, all terms and conditions of the doc					or print)
15A. NAME AND TITLE OF SIGNER (Type or p	rint)	16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING OF TEL: 703-432-4139			r print)
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			_	C. DATE SIGNED
132. CONTINUE ON OFFERON	IS C. DITTE BIGNET	BY			J. DITTE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Office		16	6-Jan-2014

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4).

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1002AC

The CLIN description has changed from ECPs 1840, 1841 (10 mo) to ECPs 1840, 1841 (1 mo).

The CLIN extended description has changed from ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16- 1.8.2.17, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule. to ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16- 1.8.2.17, inclusive of any and all travel and ODCs.

The pricing detail quantity has decreased by __(b)(4)_ from __(b)(4)_ to __(b)(4)_. The option status has changed from Option to Option Exercised.

The MILSTRIP M6785414RC00004 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 1002AD

The CLIN description has changed from ECPs 1844-1849 (10 mo) to ECPs 1844-1849 (1 mo).

The CLIN extended description has changed from ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule. to ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs.

The pricing detail quantity has decreased by ___(b)(4)_ from ___(b)(4)_ to ___(b)(4)_. The option status has changed from Option to Option Exercised.

The MILSTRIP M9545014RCG2170 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 1002AF is added as follows:

ITEM NO 1002AF SUPPLIES/SERVICES

QUANTITY UNIT 9 Each

UNIT PRICE (b)(4)

 \underline{AMOUNT} $\underline{(b)(4)}$

OPTION ECPs 1840, 1841 (9 mo)

FFP

ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16-1.8.2.17, inclusive of any and all travel and ODCs. To be invoiced in accordance with the

Milestone Billing Schedule.

FOB: Destination

NET AMT

(b)(4)

SUBCLIN 1002AG is added as follows:

ITEM NO 1002AG SUPPLIES/SERVICES

QUANTITY 9 UNIT Each UNIT PRICE (b)(4)

AMOUNT (b)(4)

OPTION

ECPs 1844-1849 (9 mo)

FFP

ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

NET AMT

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from

(b)(4) to (b)(4)

SUBCLIN 1002AC:

AD: 17411064A4G 251 00027 067443 2D 4A4G 08514RC00004 (CIN M6785414RC00004) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AD has been added.

The CIN M6785414RC00004 has been added.

The Cost Code 08514RC00004 has been added.

SUBCLIN 1002AD:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG21700002) was

increased by $\underline{\hspace{1cm}}(b)(4)\underline{\hspace{1cm}}$ from $\underline{\hspace{1cm}}(b)(4)\underline{\hspace{1cm}}$ to $\underline{\hspace{1cm}}(b)(4)\underline{\hspace{1cm}}$

The contract ACRN AC has been added.

The CIN M9545014RCG21700002 has been added.

The Cost Code 4RCG217010LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 1002AC has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2014 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-FEB-2014 COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item for SUBCLIN 1002AD has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2014 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

POP 15-JAN-2014 TO N/A

14-FEB-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AF:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-FEB-2014 TO

14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AG:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-FEB-2014 TO

14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MSGT ROBERT HOCHBAUM

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4709 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AF:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AG:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT	ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J		1 6
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	L	5. PROJEC	T NO.(If applicable)
P00011	14-Jan-2014	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item 6)	COI	DE	
MARCORSYSCOM ATTN:EDWARD MCGRAILCT024, 2200 LESTER STR QUANTICO VA 22134		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR (I	No., Street, County, S	tate and Zip Code)	9A. AMENDM	ENT OF SO	OLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHON DAVIS 1710 SAIC DR	·		9B. DATED (SI	EE ITEM 1	11)
MC LEAN VA 22102-3703			X 10A. MOD. OF M67854-13-F-4	CONTRAC 4802	CT/ORDER NO.
CODE SIETO	Li di imi don		10B. DATED (X 09-Nov-2012	(SEE ITEM	1 13)
CODE 5UTP8	FACILITY COD	DE	00 1101 2012		
The above numbered solicitation is amended as set forth			is extended,	is not ext	ended
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a ref RECEIVED AT THE PLACE DESIGNATED FOR THI REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F endment you desire to char	t; (b) By acknowledging receipt of this amendmen and amendment numbers. FAILURE OF YOUR A PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may b	t on each copy of the offi CKNOWLEDGMENT ' MAY RESULT IN e made by telegram or let	то ве	
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)				
See Schedule					
IT MODI	FIES THE CONTRAC	TO MODIFICATIONS OF CONTRACTS	EM 14.		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify at	ithority) THE CHANGES SET FORTH I	N ITEM 14 ARE M	ADE IN T	HE
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT				s changes i	n paying
C. THIS SUPPLEMENT AL AGREEMENT IS I	ENTERED INTO PU	RSUANT TO AUTHORITY OF:			
X D. OTHER (Specify type of modification and a FAR52.217-9 Option to Extend the Term of the	• /				
E. IMPORT ANT: Contractor X is not,	is required to sign	n this document and return	copies to the issuing	g office.	
 14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: addasj14761 The purpose of this modification is to: 1) Exercise SLIN 1001AB; 2) Create SLIN 1001AC 3) Change the COR from Mchael Wright to MSGT Robert C Hochbaum. All other terms and conditions remain unchanged. 					
Except as provided herein, all terms and conditions of the doc					on maint)
15A. NAME AND TITLE OF SIGNER (Type or p	niiit <i>)</i>	16A. NAME AND TITLE OF COI EDWARD H. MCGRAIL III / CONTRACTING (TEL: 703-432-4139			•
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			_	6C. DATE SIGNED
		BY End H		-	
(Signature of person authorized to sign)		(Signature of Contracting Off			14-Jan-2014

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 1001AB

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4) The option status has changed from Option to Option Exercised.

The MILSTRIP M9545014RCG2170 has been added.

The total cost of this line item has decreased by \$847,937.25 from \$942,152.50 to \$94,215.25.

SUBCLIN 1001AC is added as follows:

ITEM NO 1001AC OPTION

SUPPLIES/SERVICES

QUANTITY

UNIT Months UNIT PRICE

(b)(4)

NET AMT

AMOUNT

(b)(4)

11 14 16 17

TFDW O&S Objectives 1.1 - 1.4, 1.6 -1.7

FFP

TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in accordance with the proposed Milestone Billing Schedule (MBS).

FOB: Destination

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 1001AB:

AC: 17411061A2A 310 67854 067443 2D M95450 4RCG217010LW (CIN M9545014RCG217000021001AB) was increased by (b)(4) from (b)(4) to (b)(4). The contract ACRN AC has been added.

The CIN M9545014RCG217000021001AB has been added. The Cost Code 4RCG217010LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 0001AB has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO 14-NOV-2013 N/A COMMANDER, MARINE CORPS SYSTEMSM67854
COMMAND MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4691
FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO 14-NOV-2013 N/A COMMANDER, MARINE CORPS SYSTEMSM67854
COMMAND MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4691
FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1001AB:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 15-JAN-2014 TO 14-FEB-2014	N/A	COMMANDER, MARINE CORPS SYS COMMAND MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4709 FOB: Destination	STEMSM67854

The following Delivery Schedule item has been added to SUBCLIN 1001AC:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 15-FEB-2014 TO 14-NOV-2014	N/A	COMMANDER, MARINE CORPS SYSTEM COMMAND MSGT ROBERT HOCHBAUM 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4709 FOB: Destination	ISM67854

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 1001AC:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

252.232-7006 WIDE AREA WORKFLOW PAYMENT INSTRUCTIONS (JUN 2012)

(a) Definitions. As used in this clause--

Department of Defense Activity Address Code (DoDAAC) is a six position code that uniquely identifies a unit, activity, or organization.

Document type means the type of payment request or receiving report available for creation in Wide Area WorkFlow (WAWF).

Local processing office (LPO) is the office responsible for payment certification when payment certification is done external to the entitlement system.

- (b) Electronic invoicing. The WAWF system is the method to electronically process vendor payment requests and receiving reports, as authorized by DFARS 252.232-7003, Electronic Submission of Payment Requests and Receiving Reports.
- (c) WAWF access. To access WAWF, the Contractor shall--
- (1) Have a designated electronic business point of contact in the Central Contractor Registration at https://www.acquisition.gov; and
- (2) Be registered to use WAWF at https://wawf.eb.mil/ following the step-by-step procedures for self-registration available at this Web site.
- (d) WAWF training. The Contractor should follow the training instructions of the WAWF Web-Based Training Course and use the Practice Training Site before submitting payment requests through WAWF. Both can be accessed by selecting the "Web Based Training" link on the WAWF home page at https://wawf.eb.mil/.
- (e) WAWF methods of document submission. Document submissions may be via Web entry, Electronic Data Interchange, or File Transfer Protocol.
- (f) WAWF payment instructions. The Contractor must use the following information when submitting payment requests and receiving reports in WAWF for this contract/order:
- (1) Document type. The Contractor shall use the following document type(s).

The contractor is directed to use the "2-in-1" format when processing invoices and receiving reports. For all requirements, the contractor shall use the Marine Corps Systems Command DODAAC M67854 and extension **PM10** (i.e., M67854 ext **PM10**) as the DODAAC and extension for all shipping addresses.

$(2) In spection/acceptance\ location. The\ Contractor\ shall\ select\ the\ following\ in spection/acceptance\ location(s)\ in\ WAWF,\ as\ specified\ by\ the\ contracting\ officer.$
Not applicable.
(3) Document routing. The Contractor shall use the information in the Routing Data Table below only to fill in

(3) Document routing. The Contractor shall use the information in the Routing Data Table below only to fill in applicable fields in WAWF when creating payment requests and receiving reports in the system.

Routing Data Table*				
Field Name in WAWF	Data to be entered in WAWF			
Pay Official DoDAAC	M67443			
Issue By DoDAAC	M67854			
Admin DoDAAC	M67854			
Inspect By DoDAAC	N/A			
Ship To Code	N/A			
Ship From Code	N/A			
Mark For Code	N/A			
Service Approver (DoDAAC)	N/A			
Service Acceptor (DoDAAC)	M67854 ext PM10			
Accept at Other DoDAAC	N/A			
LPO DoDAAC	N/A			
DCAA Auditor DoDAAC	N/A			
Other DoDAAC(s)	N/A			

- (4) Payment request and supporting documentation. The Contractor shall ensure a payment request includes appropriate contract line item and subline item descriptions of the work performed or supplies delivered, unit price/cost per unit, fee (if applicable), and all relevant back-up documentation, as defined in DFARS Appendix F, (e.g. timesheets) in support of each payment request.
- (5) WAWF email notifications. The Contractor shall enter the email address identified below in the ``Send Additional Email Notifications' field of WAWF once a document is submitted in the system.

N	Ά	

(g) WAWF point of contact. (1) The Contractor may obtain clarification regarding invoicing in WAWF from the following contracting activity's WAWF point of contact.

The Contracting Officer's Representative (COR) Robert C. Hochbaum can be reached via e-mail at robert.hochbaum@usmc.mil or by phone at (703) 784-4709 The Marine Corps WAWF contact is Susan Dibianca can be reached via e-mail at susan.dibianca@taic.net or by phone at 540-322-2897 x 3210.

(2) For technical WAWF help, contact the WAWF helpdesk at 866-618-5988.

(End of clause)

M67854-13-F-4802 P00011 Page 6 of 6

FOOD10 14-Nov-2013 SEE SCHEDULE AMARINE CORPS SYSTEMS COMMAND, CTO ATTN: EDWARD MCGRAIL III ZOOLISTER STREET COLOMITION AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) SCHEDURE APPLICATIONS INTERNATIONAL CORPO JOINTHAN DAYS JOINTHA	AMENDMENT OF COLLOWS	TIONALODIE	ICATION OF CONTRA CT		1. CONTRACT ID CODE	PAGE OF PAGES
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SCHEME APPLICATIONS NTERMATIONAL CORPO OUNTAINS AND PORT OF SUTTRE FACILITY CODE	ATTN: EDWARD MCGRAIL III 2200 LESTER STREET		See Item 6			
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11. THIS TEM ONLY APPLIES TO AMENDMENT'S OF SOLICIT ATIONS The above numbered solicitation is numerical as of the in Item 14. The hour and due specified by receipt of Other is not extended. is not extended.					,	M 13)
The above numbered solicitation is anumeded as set forth in Item 14. The hour and dute specified for receipt of Offer Other must acknowledge receipt of Official amendment prior to the hour and dute specified for receipt of Offer (ii) By completed, Burns 3 and 15, and crusting or (ii) By separate letter or telegrams which includes a treference to the solicitation and amendment numbers. FALURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED A TITLE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SECRETISED AN SERGETIVED A THIRD FRANCE SECRETISE AND SECRETISES AND SECRETI			E			
Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Bean 8 and 15, and returning						
(a) By completing hear 8 and 15, and returning copies of the aurendment; (b) By acknowledging receipt or this samediators on each copy of the offer substitted; or (c) By support better or the spin-testine to the solicitation and amendment mumbers. PALIURE OF YOUR ACKNOWLEDGMENT TO BE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIPTED MAY RESULT IN REJECTION OF YOUR OFFER. BY viruse of this amendment you desire to change an offer andealy substituted, such change may be made by tolegramor letter; provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and dute specified. 12. ACCOUNT ING AND APPROPRIATION DATA (If required) See Schedule 13. THIS ITEM APPLIES ONLY TO MODIFICAT IONS OF CONTRACT SORDERS. IT MODIFIES THE CONTRACT ORDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS INSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 14. B. THE ABOVE NUMBERED CONTRACT (ORDER IS MODIFIED TO REFLECT THE ADMINIST RATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). X. C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.217-9 Option to Extend the Term of the Contract D. OTHER (Specify type of modification and authority) E. IMPORT ANT: Contractor is not, is required to sign this document and return of the contract of t	The above numbered solicitation is amended as set forth	in Item 14. The hour and o	late specified for receipt of Offer	is	extended, is not e	xtended.
See Schedule 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT SORDERS IT MODIFIES THE CONTRACT FORDER NO. AS DESCRIBED IN ITEM 14.	(a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a re RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am	copies of the amendment erence to the solicitation a E RECEIP TOF OFFERS F endment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on ea CKNO MAY l e made	ch copy of the offer submitted WLEDGMENT TO BE RESULT IN by telegram or letter,	1;
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT SORDERS IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). Z. THIS SUPPLEMENTAL ACREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 43.103(B). Z. THIS SUPPLEMENTAL ACREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 52.217-9 Option to Extend the Term of the Contract D. OTHER (Specify type of modification and authority) E. IMPORTANT: Contractor is not, is required to sign this document and return opposite to the issuing office. 14. DESCRIPTION OF AMENDMENT /MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14286 The purpose of modification PO0010 to task order M87854-13-F-4802 is to: 1) make option CLNs 1001 and 1002 informational CLNs; 2) add option SLNs 1001AA, 1001AB, 1002AA, 1002AB, 1002AC, 1002AD, and 1002AE; 3) fund and exercise option SLNs 1001AA, 1002AA and 1002AB; 4) update the Miestone Billing Schedule; and 5) incorporate an updated PWS. All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) EXCEPT TO ACADEMIC OFFICER (Type or print) EXCEPT TO ACADEMIC OFFICER (Type or print) EXCEPT AND ACADEMIC OFFICER (Type or print) EXCEPT TO ACADEMIC OFF		TA (If required)				
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E. IMPORT ANT: Contractor is not, is required to sign this document and return copies to the issuing office. 14. DESCRIPTION OF AMENDMENT/MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14286 The purpose of modification P00010 to task order M67854-13-F-4802 is to: 1) make option CLINs 1001 and 1002 informational CLINs; 2) add option SLINs 1001AA, 1001AB, 1002AA, 1002AB, 1002AC, 1002AD, and 1002AE; 3) fund and exercise option SLINs 1001AA, 1002AA and 1002AB; 4) update the Milestone Billing Schedule; and 5) incorporate an updated PWS. All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in fall force and effect. Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in fall force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EDWARD H. McGRAIL III / CONTRACTING OFFICER TEL: 703-432-4139 EMAIL: edward.mcgrail@usmc.mil 15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED	A		RSUANT TO AUTHORITY OF:			
14. DESCRIPT ION OF AMENDMENT/MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14286 The purpose of modification P00010 to task order M67854-13-F-4802 is to: 1) make option CLINs 1001 and 1002 informational CLINs; 2) add option SLINs 1001AA, 1001AB, 1002AB, 1002AB, 1002AB, 1002AD, and 1002AE; 3) fund and exercise option SLINs 1001AA, 1002AA and 1002AB; 4) update the Milestone Billing Schedule; and 5) incorporate an updated PWS. All other terms and conditions remain the same. Therefore, the task order is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) EXCEPT AS PROVIDED TO STATES OF AMERICA 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED 15-Nov-2013	D. OTHER (Specify type of modification and a	uthority)				
14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14286 The purpose of modification P00010 to task order M67854-13-F-4802 is to: 1) make option CLINs 1001 and 1002 informational CLINs; 2) add option SLINs 1001AA, 1001AB, 1002AA, 1002AB, 1002AC, 1002AD, and 1002AE; 3) fund and exercise option SLINs 1001AA, 1002AA and 1002AB; 4) update the Milestone Billing Schedule; and 5) incorporate an updated PWS. All other terms and conditions remain the same. Therefore, the task order is modified as follow s: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) Except as provided herein, all terms and conditions of the document referenced i	E. IMPORT ANT: Contractor is not,	X is required to sign	n this document and return 1	copie	s to the issuing office.	
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EDWARD H. MCGRAIL III / CONTRACTING OFFICER TEL: 703-432-4139 EMAIL: edward.mcgrail@usmc.mil 15B. CONT RACT OR/OFFEROR 15C. DATE SIGNED BY 15-Nov-2013	4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker14286 The purpose of modification P00010 to task order M67854-13-F-4802 is to: 1) make option CLINs 1001 and 1002 informational CLINs; 2) add option SLINs 1001AA, 1001AB, 1002AA, 1002AB, 1002AC, 1002AD, and 1002AE; 3) fund and exercise option SLINs 1001AA, 1002AA and 1002AB; 4) update the Milestone Billing Schedule; and					
15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EDWARD H. MCGRAIL III / CONTRACTING OFFICER TEL: 703-432-4139 EMAIL: edward.mcgrail@usmc.mil 15B. CONT RACT OR/OFFEROR 15C. DATE SIGNED 16B. UNIT ED STATES OF AMERICA BY 15-Nov-2013	All other terms and conditions remain the same	. Therefore, the task	order is modified as follows:			
EDWARD H. MCGRAIL III / CONTRACTING OFFICER TEL: 703-432-4139 EMAIL: edward.mcgrail@usmc.mil 15B. CONT RACT OR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY 15-Nov-2013						
15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED 16B. UNIT ED STATES OF AMERICA BY 15-Nov-2013	15A. NAME AND TITLE OF SIGNER (Type or	print)	EDWARD H. MCGRAIL III / CONTRACTING O	OFFICE	R	
BY En 14 15-Nov-2013	15B CONTRACTOR/OFFEROR	15C DATE COME			:ivi.AiL: eawara.mcgrail@usmc 	
	13B. CONTRACTOR/OFFEROR	13C. DATE SIGNEL	7.0		20===	TOC. DATE SIGNED
	(Signature of person authorized to sign)				344	15-Nov-2013

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

CLIN 1001

The CLIN type priced has been deleted.

The pricing detail quantity 12.00 has been deleted.

The unit price amount has decreased by $\underline{\hspace{1cm}}$ (b)(4) from $\underline{\hspace{1cm}}$ (b)(4) to $\underline{\hspace{1cm}}$ (b)(4)

The total cost of this line item has decreased by (b)(4) from (b)(4) to UNDEFINED.

CLIN 1002

The CLIN type priced has been deleted.

The pricing detail quantity 1.00 has been deleted.

The unit price amount has decreased by (b)(4) from (b)(4) to (b)(4)

The total cost of this line item has decreased by (b)(4) from (b)(4) to UNDEFINED.

SUBCLIN 1001AA is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE 1001 AA 2 Each EXERCISED OPTION FFP (b)(4)

TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in accordance with the

AMOUNT (b)(4)

proposed Milestone Billing Schedule (MBS). FOB: Destination

MILSTRIP: M9545014RCG2170

PURCHASE REQUEST NUMBER: M9545014RCG2170

NET AMT (b)(4)

ACRN AC

CIN: M9545014RCG217000011001AA

 $_{-}(b)(4)_{-}$

SUBCLIN 1001AB is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT UNIT PRICE AMOUNT 1001AB 10 Each (b)(4) (b)(4)

OPTION TFDW O&S Objectives 1.1 - 1.4, 1.6 -1.7

FFP

TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in accordance with the proposed Milestone Billing Schedule (MBS).

FOB: Destination

NET AMT (b)(4)

SUBCLIN 1002AA is added as follows:

ITEM NO SUPPLIES/SERVICES **QUANTITY** UNIT **UNIT PRICE AMOUNT** 1002AA 2 Each (b)(4)(b)(4)EXERCISED

ECPs 1840, 1841 (2 mo) OPTION

FFP

ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16-1.8.2.17, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M0008514RC00004

PURCHASE REQUEST NUMBER: M0008514RC00004

(b)(4)**NET AMT**

ACRN AD

CIN: M0008514RC000040001

SUBCLIN 1002AB is added as follows:

SUPPLIES/SERVICES UNIT ITEM NO **QUANTITY UNIT PRICE AMOUNT** 1002AB 2 Each (b)(4)(b)(4)

EXERCISED

ECPs 1844-1849 (2 mo) OPTION

FFP

ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M9545014RCG2170

PURCHASE REQUEST NUMBER: M9545014RCG2170

 $\overline{(b)(4)}$ **NET AMT**

ACRN AC

CIN: M9545014RCG217000011002AB

SUBCLIN 1002AC is added as follows:

M67854-13-F-4802 P00010 Page 5 of 13

 $\overline{(b)(4)}$

ITEM NO SUPPLIES/SERVICES **QUANTITY UNIT UNIT PRICE AMOUNT** 1002AC 10 Each (b)(4)(b)(4)OPTION ECPs 1840, 1841 (10 mo) **FFP** ECP 1840, 1841, in accordance with the attached PWS Sections 1.8.2.16-1.8.2.17, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule. FOB: Destination (b)(4)**NET AMT** SUBCLIN 1002AD is added as follows: ITEM NO SUPPLIES/SERVICES **QUANTITY** UNIT **UNIT PRICE AMOUNT** 1002AD 10 Each (b)(4)(b)(4)OPTION ECPs 1844-1849 (10 mo) **FFP** ECP 1844-1849, in accordance with the attached PWS Sections 1.8.2.18-1.8.2.23, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule. FOB: Destination (b)(4)**NET AMT** SUBCLIN 1002AE is added as follows: ITEM NO SUPPLIES/SERVICES **QUANTITY UNIT UNIT PRICE AMOUNT** 1002AE Each (b)(4)(b)(4)OPTION Engineering Change Proposals (ECPs) ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all travel and ODCs. FOB: Destination

NET AMT

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 1001AA:

Funding on SUBCLIN 1001AA is initiated as follows:

ACRN: AC

CIN: M9545014RCG217000011001AA

Acctng Data: 17411061A2A 310 67854 067443 2D M95450

Increase: ___(b)(4)__
Total: ___(b)(4)__

Cost Code: 4RCG217010LW

SUBCLIN 1002AA:

Funding on SUBCLIN 1002AA is initiated as follows:

ACRN: AD

CIN: M0008514RC000040001

Acctng Data: 17411064A4G 251 00027 067443 2D 4A4G

Increase: $\underline{\hspace{1cm}}$ (b)(4)_

Total: ___(b)(4)__

Cost Code: 08514RC00004

SUBCLIN 1002AB:

Funding on SUBCLIN 1002AB is initiated as follows:

ACRN: AC

CIN: M9545014RCG217000011002AB

Acctng Data: 17411061A2A 310 67854 067443 2D M95450

Increase: ___(b)(4)__
Total: ___(b)(4)__

Cost Code: 4RCG217010LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 1002AA:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2013 TO

14-JAN-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AB:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2013 TO

14-JAN-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AC:

N/A

DELIVERY DATE OUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO

14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AD:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JAN-2014 TO

14-NOV-2014

N/A

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 1002AE:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2013 TO N/A 14-NOV-2014

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 1001AA:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1001AB:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AA:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AB:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AC:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AD:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 1002AE:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AA	5	May-13	(b)(4)_
0002AA	6	Jun-13	(b)(4)_
0002AA	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)_
0002AC	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AJ	1	Feb-13	(b)(4)_
0002AJ	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_

0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)_
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)_
0002AE	2	Sep-13	(b)(4)_
0002AE	3	Oct-13	(b)(4)_
0002AE	4	Nov-13	$_{-}(b)(4)_{-}$
	Total FFP		(b)(4)_

ECP 1804 Billing Schedule

CTIN	Payment No.	Month / Year	Amount Due
0002AK	1		(b)(4)_
0002AK	2	Oct-13	(b)(4)_
0002AK	3	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1840, 1841 Billing Schedule

αли	Payment No.	Month / Year	Amount Due
1002AA	1	Dec-13	(b)(4)_
1002AA	2	Jan-14	(b)(4)_
1002AC	3	Feb-14	(b)(4)_
1002AC	4	Mar-14	(b)(4)_
1002AC	5	Apr-14	(b)(4)_
1002AC	6	May-14	(b)(4)_
1002AC	7	Jun-14	(b)(4)_
1002AC	8	Jul-14	(b)(4)_
1002AC	9	Aug-14	(b)(4)_
1002AC	10	Sep-14	(b)(4)_
1002AC	11	Oct-14	(b)(4)_
1002AC	12	Nov-14	(b)(4)_
	Total FTP		(b)(4)_

ECPs 1844-1849 Billing Schedule

CTIN	Payment No.	Month / Year	Amount Due
1002AB	1	Dec-13	(b)(4)_
1002AB	2	Jan-14	(b)(4)_
1002AD	3	Feb-14	(b)(4)_
1002AD	4	Mar-14	(b)(4)_
1002AD	5	Apr-14	(b)(4)_
1002AD	6	May-14	(b)(4)_
1002AD	7	Jun-14	(b)(4)_
1002AD	8	Jul-14	(b)(4)_
1002AD	9	Aug-14	(b)(4)_
1002AD	10	Sep-14	(b)(4)_
1002AD	11	Oct-14	(b)(4)_
1002AD	12	Nov-14	(b)(4)_
	Total FFP		(b)(4)_

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this

solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule (MBS)

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00009.

The attached Milestone Billing Schedule, Attachment (2), is hereby updated and incorporated into the contract.

(End of Summary of Changes)

	TIONA (ODIT	ACAMION OF COMMINA CIT	1. CONTRACT ID COD	E PAGE OF PAGES	
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J	1 5	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	5. PRC	JECT NO.(If applicable)	
P00009	06-Sep-2013	SEE SCHEDULE			
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	M67854	7. ADMINISTERED BY (Ifother than item6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE [N67854	
			1		
NAME AND ADDRESS OF CONTRACTOR (I SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3703	No., Street, County, S		9B. DATED (SEE ITE	,	
			M67854-13-F-4802	KACI/OKDEK NO.	
			10B. DATED (SEE IT	EM 13)	
CODE 5UTP8	FACILITY COD	E	X 09-Nov-2012		
The above numbered solicitation is amended as set forth		PPLIES TO AMENDMENT'S OF SOLICI		ot extended.	
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED ATTHE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment erence to the solicitation a ERECEIP T OF OFFERS F ndment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED Mage an offer already submitted, such change may be	on each copy of the offer submit KNOWLEDGMENT TO BE MAY RESULT IN made by telegram or letter,	t ed;	
12. ACCOUNT ING AND APPROPRIATION DAT	ΓA (If required)				
See Schedule					
IT MODII	FIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACT SA TOT/ORDER NO. AS DESCRIBED IN ITEM	M 14.		
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	thority) THE CHANGES SET FORTH IN	I ITEM 14 ARE MADE II	1 THE	
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORTH	I IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR		es in paying	
X C. THIS SUPPLEMENT AL AGREEMENT IS I FAR 52.212-4(c) and FAR 52.217-9	ENTERED INTO FO	RSUANT TO AUTHORIT FOR.			
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return 1	copies to the issuing office		
4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker133959 The purpose of modification P00009 to task order M67854-13-F-4802 is to: 1) Change the description and amount, and fund and exercise option SLIN 0002AK; 2) Create option SLIN 0002AL and put the remaining NTE amount on this SLIN; 3) Update the Mlestone Billing Schedule; and 4) Incorporate the updated PWS.					
All other terms and conditions remain unchange	d. Therefore, the co	ontract is modified as follows:			
Except as provided herein, all terms and conditions of the doc 15A. NAME AND TITLE OF SIGNER (Type or p		PA or 10A, as heretofore changed, remains unchanged 16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING OF TEL: 703-432-4139	TRACTING OFFICER (T		
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI			16C. DATE SIGNED	
-		BY Eshal H-			
(Signature of person authorized to sign)		(Signature of Contracting Office		04-Sep-2013	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by $\underline{\hspace{1cm}}(b)(4)$ from $\underline{\hspace{1cm}}(b)(4)$ to $\underline{\hspace{1cm}}(b)(4)$

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0002AK

The CLIN description has changed from Engineering Change Proposals (ECPs) to ECP 1804.

The CLIN extended description has changed from ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all travel and ODCs. to ECP 1804, in accordance with the attached PWS Section 1.8.2.15, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule..

The pricing detail quantity has decreased by (b)(4) from (b)(4) to

(b)(4). The option status has changed from Option to Option Exercised.

The cost constraint NTE has been deleted.

The MILSTRIP M0008513RC00005 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AL is added as follows:

ITEM NO SUPPLIES/SERVICES QUANTITY UNIT **UNIT PRICE AMOUNT** 0002AL (b)(4)Each \$1.00 (b)(4)OPTION Engineering Change Proposals (ECPs)

ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all

travel and ODCs. FOB: Destination

> (b)(4)**NET AMT**

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AK:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC0000500040002AK)

was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC0000500040002AK has been added.

The Cost Code 08513RC00005 has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 0002AK:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 06-SEP-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AL:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AA	5	May-13	(b)(4)_
0002AA	6	Jun-13	(b)(4)_
0002AA	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)
0002AC	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AJ	1	Feb-13	(b)(4)_
0002AJ	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)_
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount
CLIN	No.	Year	Due
0002AE	1	Aug-13	(b)(4)
0002AE	2	Sep-13	(b)(4)_

0002AE	3	Oct-13(b)(4)_	
0002AE	4	Nov-13 <u>(b)(4)</u>	
	Total FFP	(b)(4)_	

ECP 1804 Billing Schedule

CTIN	Payment No.	Month / Year	Amount Due
0002AK	1	Sep-13	(b)(4)_
0002AK	2	Oct-13	(b)(4)_
0002AK	3	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

(End of Summary of Changes)

AMENDMENT OF COLLOTER	1	. CONTRACT ID CODE	PAGE OF PAGES		
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J	1 5
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	<u> </u>	5. PROJEC	T NO.(If applicable)
P00008	31-Jul-2013	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item 6)		CODE	
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, S	tate and Zip Code)	9A.	AMENDMENT OF S	OLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3703			9B.	DATED (SEE ITEM	11)
			X 10A	A. MOD. OF CONTRA 7854-13-F-4802	CT/ORDER NO.
				B. DATED (SEE ITEM	И 13)
CODE 5UTP8	FACILIT Y COD	E		Nov-2012	
		PPLIES TO AMENDMENTS OF SOLICI	_		
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	date specified for receipt of Offer	is ex	tended, is not ex	tended.
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a rel RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F endment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED In age an offer already submitted, such change may be	t on each CKNOW! MAY RE e made by	copy of the offer submitted: LEDGMENT TO BE SULT IN telegram or letter,	
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)				
See Schedule					
		TO MODIFICAT IONS OF CONTRACTS CT/ORDER NO. AS DESCRIBED IN ITE		RS.	
A. THIS CHANGE ORDER IS ISSUED PURSU. CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	tthority) THE CHANGES SET FORTH IN	N ITEM	1 14 ARE MADE IN T	HE
B. THE ABOVE NUMBERED CONTRACT/OI office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.212-4(c) and FAR 52.217-9	ENTERED INTO PU	RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	X is required to sign	n this document and return 1	copies t	to the issuing office.	
4. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker133539 The purpose of modification P00008 to task order M67854-13-F-4802 is to: 1) Change the description and amount, and fund and exercise option SLIN 0002AE; 2) Create option SLIN 0002AK and put the remaining NTE amount on this SLIN; 3) Update the Miestone Billing Schedule; and 4) Incorporate the updated PWS.					
All other terms and conditions remain the same	Therefore, the task	order is modified as follows:			
Except as provided herein, all terms and conditions of the do		DA or 10A, as heretofore changed, remains unchang 16A. NAME AND TITLE OF CON EDWARD H. MCGRAIL III / CONTRACTING O TEL: 703-432-4139	NTRAC OFFICER		•
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNED				6C. DATE SIGNED
-		BY Eshal H-			
(Signature of person authorized to sign)		(Signature of Contracting Offi			31-Jul-2013

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0002AE

The CLIN description has changed from Engineering Change Proposals (ECPs) to ECPs - 1041 and 1304. The CLIN extended description has changed from ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all travel and ODCs. to ECPs 1041 and 1304 in accordance with the attached PWS Sections 1.8.2.13 Upgrade IBM Cognos BI to v10 and 1.8.2.14 New Database Table for ACCPDS File and Updated Reporting, inclusive of any and all travel and ODCs. To be invoiced in accordance with the attached Milestone Billing Schedule..

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4).

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545013RCG2093 has been added.

The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AK is added as follows:

ITEM NO SUPPLIES/SERVICES **OUANTITY** UNIT **UNIT PRICE** 0002AK 200,752,45 Each (b)(4)(b)(4)OPTION

Engineering Change Proposals (ECPs)

ECPs in accordance with the attached PWS Section 1.5, inclusive of any and all travel and ODCs.

FOB: Destination

(b)(4)**NET AMT**

AMOUNT

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AE:

AA: 17311061A2A 257 67854 067443 2D M95450 3RCG209310LW (CIN

M9545013RCG209300040002AE) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AA has been added.

The CIN M9545013RCG209300040002AE has been added.

The Cost Code 3RCG209310LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 0002AE:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 31-JUL-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AK:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AA	5	May-13	(b)(4)_
0002AA	6	Jun-13	(b)(4)_
0002AA	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AC	5	May-13	(b)(4)_
0002AC	6	Jun-13	(b)(4)_
0002AC	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AJ	1	Feb-13	(b)(4)_
0002AJ	2	Mar-13	(b)(4)
0002AG	3	Apr-13	(b)(4)
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)
0002AG	7	Aug-13	(b)(4)_
0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

ECPs 1041 and 1304 Billing Schedule

	Payment	Month /	Amount	
CLIN	No.	Year	Due	
0002AE	1	Aug-13	(b)(4)_	
0002AE	2	Sep-13	(b)(4)_	

0002AE	3	Oct-13 $\underline{\hspace{1cm}}$ (b)(4)_	
0002AE	4	Nov-13 <u>(b)(4)</u>	
	Total FFP	(b)(4)_	

(End of Summary of Changes)

	1. CONTRACT ID CO	DDE PAGE OF PAGES			
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT	J	1 2	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	5. P	ROJECT NO.(If applicable)	
P00007	23-Apr-2013	SEE SCHEDULE			
6. ISSUED BY CODE MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050	7. ADMINISTERED BY (Ifother than item6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050	CODE	M67854		
				OF GOLLOW A THOM NO	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAN VA 22102-3703			9A. AMENDMENT OF SOLICIT ATION NO. 9B. DATED (SEE ITEM 11) X 10A. MOD. OF CONTRACT/ORDER NO.		
		<u> </u>	M67854-13-F-4802 10B. DATED (SEE	ITFM 13)	
CODE 5UTP8	FACILIT Y COD	E >	,	II LWI 13)	
	•	PPLIES TO AMENDMENTS OF SOLICI	ΓATIONS	-	
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	late specified for receipt of Offer	is extended, is	not extended.	
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a refe RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the so	copies of the amendment rence to the solicitation a E RECEIP T OF OFFERS F ndment you desire to char licitation and this amend	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED N age an offer already submitted, such change may be	on each copy of the offer sub KNOWLEDGMENT TO BE MAY RESULT IN made by telegram or letter,		
12. ACCOUNT ING AND APPROPRIATION DAT	ΓA (If required)				
See Schedule	M ADDITIC ON A T		ODDEDG		
IT MODII	FIES THE CONTRAC	TO MODIFICAT IONS OF CONTRACT SO TY/ORDER NO. AS DESCRIBED IN ITEM	И 14.	N. T.V.	
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	inonty) The Changes Set FORTH in	II EM 14 ARE MADE	IN I HE	
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT F C. THIS SUPPLEMENT AL AGREEMENT IS F	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR 4		nges in paying	
X C. THIS SUPPLEMENT AL AGREEMENT IS F FAR 52.212-4(c)	ENTERED INTO TO	ROCALLI TO ACTHORIT TOT.			
D. OTHER (Specify type of modification and a	uthority)				
E. IMPORT ANT: Contractor is not,	is required to sign	n this document and return 1 c	copies to the issuing offi	ce.	
14. DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) Modification Control Number: storaker132 The purpose of modification P00007 to task ord 1) Exercise and fund SLINs 0002AB and 0002A	AT ION (Organized I 416 er M67854-13-F-480		tion/contract subject ma	atter	
All other terms and conditions remain the same.	Therefore, the task	order is modified as follows:			
Except as provided herein, all terms and conditions of the doc					
15A. NAME AND TITLE OF SIGNER (Type or p	orint)	16A. NAME AND TITLE OF CON' EDWARD H. MCGRAIL III / CONTRACTING OF TEL: 703-432-4139			
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNED		<u> </u>	16C. DATE SIGNED	
		BY End H-			
(Signature of person authorized to sign)		(Signature of Contracting Office		23-Apr-2013	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4).

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0002AB

The option status has changed from Option to Option Exercised.

The MILSTRIP M0008513RC00005 has been added.

SUBCLIN 0002AD

The option status has changed from Option to Option Exercised.

The MILSTRIP M0008513RC00005 has been added.

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by $\underline{\hspace{0.2cm}}$ (b)(4) from $\underline{\hspace{0.2cm}}$ (b)(4) to $\underline{\hspace{0.2cm}}$ (b)(4).

SUBCLIN 0002AB:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC0000500020002AB) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC0000500020002AB has been added.

The Cost Code 08513RC00005 has been added.

SUBCLIN 0002AD:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC0000500020002AD) was increased by (b)(4) from (b)(4) to (b)(4) The contract ACRN AB has been added.

The CIN M0008513RC0000500020002AD has been added.

The Cost Code 08513RC00005 has been added.

(End of Summary of Changes)

		1. CONTRACT ID CODE	PAGE OF PAGES		
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J	1 9
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	I	5. PROJEC	CT NO.(If applicable)
P00006	12-Apr-2013	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item 6)		CODE	
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: EDWARD MCGRAIL III 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, S	tate and Zip Code)	9A	. AMENDMENT OF S	OLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR MC LEAD VA 22102-3703	io, street, estate, s		9B	. DATED (SEE ITEM	11)
INCLEASE OF COLOR			X 10.	A. MOD. OF CONTRA 67854-13-F-4802	ACT/ORDER NO.
				B. DATED (SEE ITE	M 13)
CODE 5UTP8	FACILIT Y COD)E		-Nov-2012	
		PPLIES TO AMENDMENTS OF SOLIC			
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	date specified for receipt of Offer	is e	xtended, is not ex	tended.
Offer must acknowledge receipt of this amendment prio (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a re RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this an provided each telegram or letter makes reference to the	copies of the amendment ference to the solicitation a E RECEIP T OF OFFERS F endment you desire to char	t; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AG PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on each CKNOW MAY Rl e made by	n copy of the offer submitted /LEDGMENT TO BE ESULT IN y telegram or letter,	;
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)				
See Schedule					
		TO MODIFICAT IONS OF CONTRACTS CT/ORDER NO. AS DESCRIBED IN ITE		ERS.	
A. THIS CHANGE ORDER IS ISSUED PURSU CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	nthority) THE CHANGES SET FORTH II	N ITEN	M 14 ARE MADE IN 1	`HE
B. THE ABOVE NUMBERED CONTRACT/O office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.212-4(c)	ENTERED INTO PU	RSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and a	authority)				
E. IMPORT ANT: Contractor is not,	X is required to sign	n this document and return 1	copies	to the issuing office.	
 DESCRIPT ION OF AMENDMENT /MODIFIGURE Where feasible.) Modification Control Number: storaker13. The purpose of modification P00006 to task ord Exercise Option SLINs 0001AB and 0002AG 	2304 der M67854-13-F-480		ation/c	contract subject matter	
2) Add 3 months of funding to SLINs 0002AA and 0002AC and extend PoP to 14 July 13; 3) Decrease SLINs 0002AB and 0002AD by 3 months of funding and update PoP start date to 15 July 13; 4) Update the Extended Descriptions on SLINs 0002AG and 0002AH; and 5) Update the Milestone Billing Schedule, Attachment (2). All other terms and conditions remain the same. Therefore, the task order is modified as follows:					
Except as provided herein, all terms and conditions of the do	cument referenced in Item S		NTRAC		e or print)
		TEL: 703-432-4139		MAIL: edward.mcgrail@usmc.	nil
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI	774			16C. DATE SIGNED
		BY Eshal H.		The state of	12-Apr-2013
(Signature of person authorized to sign)	1	(Signature of Contracting Offi	icer)		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0001AB

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545013RCG2093 has been added.

SUBCLIN 0002AA

The pricing detail quantity has increased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AB

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4). The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AC

The pricing detail quantity has increased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AD

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AG

The CLIN extended description has changed from ECPs 1749, 1750, 1752, 1754, 1755, 1756 in accordance with the attached PWS Sections 1.8.2.4, 1.8.2.5, 1.8.2.6, 1.8.2.7, 1.8.2.8, and 1.8.2.9, inclusive of any and all travel and ODCs. The PoP is thru 31 March 2013. To be invoiced in accordance with the Milestone Billing Schedule. to ECPs 1749, 1750, 1752, 1754, 1755, 1756 in accordance with the attached PWS Sections 1.8.2.4, 1.8.2.5, 1.8.2.6, 1.8.2.7, 1.8.2.8, and 1.8.2.9, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule..

The option status has changed from Option to Option Exercised.

The MILSTRIP M9545013RCG2093 has been added.

SUBCLIN 0002AH

The CLIN extended description has changed from ECPs 1683, 1760, and 1769, in accordance with the attached PWS Sections 1.8.2.10, 1.8.2.11, and 1.8.2.12, inclusive of any and all travel and ODCs. The PoP is thru 31 March 2013. To be invoiced in accordance with the Milestone Billing Schedule. to ECPs 1683, 1760, and 1769, in accordance with the attached PWS Sections 1.8.2.10, 1.8.2.11, and 1.8.2.12, inclusive of any and all travel and ODCs. To be invoiced in accordance with the Milestone Billing Schedule..

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by $\underline{\hspace{0.2cm}}$ (b)(4) from $\underline{\hspace{0.2cm}}$ (b)(4) to $\underline{\hspace{0.2cm}}$ (b)(4)

SUBCLIN 0001AB:

AA: 17311061A2A 257 67854 067443 2D M95450 3RCG209310LW (CIN M9545013RCG209300030001AB) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AA has been added.

The CIN M9545013RCG209300030001AB has been added.

The Cost Code 3RCG209310LW has been added.

SUBCLIN 0002AA:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000050002AA) was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AC:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000050002) was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AG:

AA: 17311061A2A 257 67854 067443 2D M95450 3RCG209310LW (CIN M9545013RCG209300030002AG) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AA has been added.

The CIN M9545013RCG209300030002AG has been added.

The Cost Code 3RCG209310LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 0002AA has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO

14-APR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO

14-JUL-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET **OUANTICO VA 22134-6050**

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AB has been changed from:

N/A

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

QUANTITY UIC **DELIVERY DATE** SHIP TO ADDRESS

POP 15-JUL-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET **OUANTICO VA 22134-6050**

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AC has been changed from:

DELIVERY DATE SHIP TO ADDRESS UIC QUANTITY

POP 18-DEC-2012 TO

14-APR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO

14-JUL-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AD has been changed from:

N/A

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-JUL-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AG has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due	
0002AA	1	Jan-13	(b)(4)_	
0002AA	2	Feb-13	(b)(4)_	
0002AA	3	Mar-13	(b)(4)_	
0002AA	4	Apr-13	(b)(4)_	
0002AA	5	May-13	(b)(4)_	
0002AA	6	Jun-13	(b)(4)_	
0002AA	7	Jul-13	(b)(4)_	
0002AB	8	Aug-13	(b)(4)_	
0002AB	9	Sep-13	(b)(4)_	
0002AB	10	Oct-13	(b)(4)_	
0002AB	11	Nov-13	(b)(4)_	
	Total FFP		(b)(4)_	

ECP 2 Billing Schedule: CLINS 0002AC,

0002AD

CLIN	Payment No.	Month / Year	Amount Due	
0002AC	1	Jan-13	(b)(4)_	
0002AC	2	Feb-13	(b)(4)_	
0002AC	3	Mar-13	(b)(4)_	
0002AC	4	Apr-13	(b)(4)_	
0002AC	5	May-13	(b)(4)_	
0002AC	6	Jun-13	(b)(4)_	
0002AC	7	Jul-13	(b)(4)_	
0002AD	8	Aug-13	(b)(4)_	
0002AD	9	Sep-13	(b)(4)_	
0002AD	10	Oct-13	(b)(4)_	
0002AD	11	Nov-13	(b)(4)_	
	Total FFP		(b)(4)_	

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount	
	No.	Year	Due	
0002AJ	1	Feb-13	(b)(4)	
0002AJ	2	Mar-13	(b)(4)_	
0002AG	3	Apr-13	(b)(4)_	
0002AG	4	May-13	(b)(4)_	
0002AG	5	Jun-13	(b)(4)_	
0002AG	6	Jul-13	(b)(4)_	
0002AG	7	Aug-13	(b)(4)_	
0002AG	8	Sep-13	(b)(4)_	
0002AG	9	Oct-13	(b)(4)_	
0002AG	10	Nov-13	(b)(4)_	
		Total FFP	(b)(4)	

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order

in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of

interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule

The attached Milestone Billing Schedule, Attachment (2), is hereby updated and incorporated into the contract.

(End of Summary of Changes)

AMENDMENT OF COLLOTER	TIONALODIE	ICATION OF CONTRA CT		1. CONTRACT ID CODE	PAGE OF PAGES	
AMENDMENT OF SOLICITA	TION/MODIF	ICATION OF CONTRACT		J	1 5	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJE	CT NO.(If applicable)	
P00005	14-Mar-2013	SEE SCHEDULE				
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (If other than item 6)		CODE		
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6				
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, St	tate and Zip Code)	9.	A. AMENDMENT OF	SOLICIT AT ION NO.	
 NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR 			91	9B. DATED (SEE ITEM 11)		
MC LEAN VA 22102-3703			X 10	0A. MOD. OF CONTR. 167854-13-F-4802	ACT/ORDER NO.	
				OB. DATED (SEE ITE	M 13)	
CODE 5UTP8	FACILIT Y COD	E		9-Nov-2012		
		PPLIES TO AMENDMENTS OF SOLICI				
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	late specified for receipt of Offer	is	extended, is not e	xtended.	
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a rel RECEIVED AT THE PLACE DESIGNATED FOR TH REJECTION OF YOUR OFFER. If by virtue of this am provided each telegram or letter makes reference to the s	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F endment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on ead CKNO MAY I e made l	ch copy of the offer submitted WLEDGMENT TO BE RESULT IN by telegram or letter,	1;	
12. ACCOUNT ING AND APPROPRIATION DA	TA (If required)					
See Schedule						
		TO MODIFICAT IONS OF CONTRACTS T/ORDER NO. AS DESCRIBED IN ITE				
A. THIS CHANGE ORDER IS ISSUED PURSU. CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	thority) THE CHANGES SET FORTH I	N ITE	EM 14 ARE MADE IN '	ГНЕ	
B. THE ABOVE NUMBERED CONTRACT/OI office, appropriation date, etc.) SET FORT	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying	
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.212-4(c)	ENTERED INTO PU	RSUANT TO AUTHORIT FOF:				
D. OTHER (Specify type of modification and a	uthority)					
E. IMPORT ANT: Contractor is not,	x is required to sign	n this document and return 1	copie	s to the issuing office.		
14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131932 The purpose of modification P00005 to task order M67854-13-F-4802 is to: 1) To zero out the funding of SLIN 0002AF; 2) To incorporate and exercise SLIN 0002AJ as a replacement of SLIN 0002AF; and 3) To update the Milestone Billing Schedule.						
All other terms and conditions remain the same. Therefore, the task order is modified as follows:						
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EDWARD H. MCGRAIL III / CONTRACT SPECIALIST						
		TEL: 703-432-4139		:MAIL: edward.mcgrail@usmc	mil	
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMER	ICA		16C. DATE SIGNED	
		BY Eshal H-	7	m str	15-Mar-2013	
(Signature of person authorized to sign)		(Signature of Contracting Offi	icer)		2 20.0	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0002AF

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AJ is added as follows:

ITEM NO SUPPLIES/SERVICES

QUANTITY 43,515.66

UNIT Each **UNIT PRICE**

(b)(4)

AMOUNT

(b)(4)

0002AJ EXERCISED OPTION

ECPs-1749, 1750, 1752, 1754, 1755, 1756

FFP

(Was SLIN 0002AF) ECPs 1749, 1750, 1752, 1754, 1755, 1756 in accordance with the attached PWS Sections 1.8.2.4, 1.8.2.5, 1.8.2.6, 1.8.2.7, 1.8.2.8, and 1.8.2.9, inclusive of any and all travel and ODCs. The PoP is thru 14 April 2013. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M9545013RCG2093

PURCHASE REQUEST NUMBER: M9545013RCG2093

NET AMT

(b)(4)

ACRN AA

CIN: M9545013RCG20930002AJ

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

SUBCLIN 0002AF:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000050002) was decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AJ:

Funding on SUBCLIN 0002AJ is initiated as follows:

ACRN: AA

CIN: M9545013RCG20930002AJ

Acctng Data: 17311061A2A 257 67854 067443 2D M95450

Increase: (b)(4)

Total: (b)(4)

Cost Code: 3RCG209310LW

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 0002AF has been changed from:

DELIVERY DATE **QUANTITY** SHIP TO ADDRESS UIC POP 04-FEB-2013 TO COMMANDER, MARINE CORPS SYSTEMSM67854 N/A 14-APR-2013 **COMMAND** MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4691

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 04-FEB-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-APR-2013 **COMMAND** MICHAEL W WRIGHT

2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AJ:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 04-FEB-2013 TO N/A

COMMANDER, MARINE CORPS SYSTEMSM67854 14-APR-2013 **COMMAND**

> MICHAEL W WRIGHT 2200 LESTER STREET

QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AJ:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

	1		1
CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AA	4	Apr-13	(b)(4)_
0002AB	5	May-13	(b)(4)_
0002AB	6	Jun-13	(b)(4)_
0002AB	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AD	5	May-13	(b)(4)_
0002AD	6	Jun-13	(b)(4)_
0002AD	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AJ	1	Feb-13	(b)(4)
0002AJ	2	Mar-13	(b)(4)
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	$\underline{}$ (b)(4) $\underline{}$
0002AG	8	Sep-13	(b)(4)
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

(End of Summary of Changes)

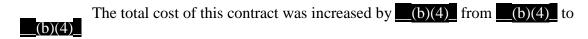
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See Item 6 See Item 11) See Item 12) Se	P00004	05-Mar-2013	SEE SCHEDULE				
See Item 6 See Item 7 See It	6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item 6)		COD	E	
SSENECE APPLICATIONS REFERENCES. CORROLOGISTORY OF THE MILE OF THE AUTHORITY CORE TO STATE AND THE MILE OF THE AUTHORITY OF T	ATTN: LISA BOTKIN 2200 LESTER STREET		See Item 6				
JOATED (SEE ITEM 11) WINDSCOR MICHAY WARRESON TO ME SUPER JACKELTY CODE	8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, S	tate and Zip Code)	9.	A. AMENDME	NT OF SO	OLICIT AT ION NO.
CODE SUTP8 FACILITY CODE 1. THIS TITEM ONLY APPLIES TO AMENDMENTS OF SOLICIT ACTIONS OB-Nov-2012 1. THIS TITEM ONLY APPLIES TO AMENDMENTS OF SOLICIT ACTIONS De-down embrered solicitation is sameded as set Orth in Real 4. The boar and date specified to receipt of Ork OB-man school-deprecipt of Orth amendment prior to the boar and date specified in the orthicitation or a sameded by one of the following methods: (a) By completing been 8 and 15, and remarking critic of the semanthement (b) By acknowledging receipt of this amendment or noted critic of the STORE (C) By semanthement or the solicitation of the violations and embendment and extended convey of the offer substitute, or (c) By square define amendment or noted critic or depression which leadeds are offered to the volicitation and embendment and semanthement or noted critic or provided cach religions of later miles reference to the solicitation and this immediatest, and change may be made by religionary and entering provided cach religions of later miles reference to the solicitation and this immediatest, and have precised. 2. ACCOUNT ING AND APPROPRIATION DATA (if required) See Schedule	SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR	•		9	B. DATED (SE	E ITEM 1	11)
CODE SUTPS	MC LEAN VA 22102-3703			X 10	0A. MOD. OF 0 /67854-13-F-48	CONTRAC 302	CT/ORDER NO.
11. THIS ITEM ONLY APPLIES TO AMENDMENT S OF SOLICIT ATTONS The above numbered solicitation as sunceded as set 50th in Item 14. The boar and date specified for receipt offolds is extended. is extended. is not extended.					,	EE ITEM	1 13)
The above numbered solicitation is mended as set furth in liem 14. The hour and date specified for receipt of Otie: Other must acknowledge receipt of this arrendment prior to the hour and date specified in the solicitation or on a mended by one of the discovery of the offer submitted; (a) by competing liems as and 15, and extensing core to by separate letter or telegram which includes a reference to the solicitation and amendment numbers. Fall LIRE OF YOUR ACKNOWLEDGMENT TO BE RECEIPTO THE PLACE DESIGNATED FOR THE RECEIPTO OF THE PLACE DESIGNATED FOR THE RECEIPTO OF THE PLACE DESIGNATED FOR THE RECEIPTO OF THE REC				·			
Ofter mist acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the billowing methods: (a) By completing Rent & and 15, and returning copies of the amendment; (b) By acknowledging receipt of this amendment and each copy of the odd resubmit ed. (a) By completing Rent & and 15, and returning copies of the amendment and understand manual methods. (b) By acknowledging receipt of this amendment and content musters. FALLURG POT VOIR ACKNOWLEDGMENT TO BE RECEIPTED ATTHE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REBECTION OF VOIR OFFER. By vinue of this amendment you desire to change an offer indexes publicled, such change my be made by telegrammer letter, provided such telegram of letter misses reference to the solicitation and this amendment, and is received prior to the opening hour and date specified. 12. ACCOUNT IN CAIN DATA DATA (If required) See Schedule 13. THIS TEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT SORDERS. IT MODIFIES THE CONT RACT. ORDER NO. AS DESCRIBED IN ITEM 14. A THIS CHANCE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. B. THE ABOVE NUMBERED CONTRACT ORDER IS MODIFIED TO REFLECT THE ADMINIST RATIVE CHANCES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). X. C. THIS SUPPLEMENTAL A CREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF. FARS 22.12-4(C) D. OTHER (Specify type of modification and authority) E. IMPORT ANT: Contractor is not, is required to sign this document and return copies to the issuing office. 14. DESCRIPTION OF AMENDMENT /MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where the sheet of the subject of the issuing office. 15. Exercise CN 3009, 2) Add 1 month of funding and extend the PoP for SLNs 0001AA, 0						Lis not ext	ended
See Schedule 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT SORDERS IT MODIFIES THE CONTRACT ORDER NO. AS DESCRIBED IN ITEM 14.	(a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a ref RECEIVED AT THE PLACE DESIGNATED FOR THI REJECTION OF YOUR OFFER. If by virtue of this am	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F endment you desire to char	; (b) By acknowledging receipt of this amendmen and amendment numbers. FAILURE OF YOUR A PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may b	nt on ea ACKNO MAY l be made	ch copy of the offer WLEDGMENT TO RESULT IN by telegram or lette) BE	
13. THIS ITEM APPLIES ONLY TO MODIFICAT IONS OF CONTRACT SORDERS. IT MODIFIES THE CONTRACT (ORDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. B. THE ABOVE NUMBERED CONTRACT (ORDER IS MODIFIED TO REFLECT THE ADMINIST RATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 43.103(B). C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 43.103(B). E. IMPORT ANT: Contractor is not, is required to sign this document and return opening office. 14. DESCRIPTION OF AMENDMENT (MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131806 The purpose of modification PRODUA to task order M67854-13-F-4802 is to: 1) Exercise CUN 3009; 2) Add 1 month of funding and extend the RoP for SLINs 0001AA, 0002AA, 0002AC, 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AB, 4) Incorporate and exercise SLIN 0002AH, 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as herestofore changed, remains unchanged and in fall force and effect. 15A, NAME AND TITLE OF SIGNER (Type or print) USA SOTIKN/ CONTRACTING OFFICER TEL 789-429-5099 EMAIL: Iterabolin@usenc.ml 15B, CONT RACT OR/OFFEROR 16C. DATE SIGNED 12-Mar-2013		TA (If required)					
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14. A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINIST RATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). X. C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.21-24(c) D. OTHER (Specify type of modification and authority) E. IMPORT ANT: Contractor is not, is required to sign this document and return operation of the issuing office. 14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLNs 0001AA, 0002AA, 0002AC; 3) Decrease total cost and PoP by 1 month for SLNs 0001AB, 0002AB, 0002AD, 4) Incorporate and exercise SLNn 0002AH 5) Update SLNn 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PVIS, and 7) Extend the PoP until 14 April 2013 for SLNn 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: 15A. NAME AND TITLE OF SIGNER (Type or print) USA BOTKING CONTRACTING OFFICER EVEL 703-42-5999 EMAIL Isla bothin@user.mil 15B. CONTRACT OR OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY AND A STATES OF AMERICA 12-Mar-2013				alopp.	TD C		
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINIST RATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN TIEM 14, PURSUANT TO THE AUTHORITY OF FAR 43,103(B). X. C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52,212-4(c) D. OTHER (Specify type of modification and authority) E. IMPORTANT: Contractor is not, is required to sign this document and return opinion of the issuing office. 14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible). Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AB, 4) horoprorate and exercise SLIN 0002AH, 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follow s: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) LISA BOTKIN/CONTRACTING OFFICER (Type or print) LISA BOTKIN/CONTRACTING OFFICER TEL 730-425-2999 EMAIL: lisabolikn@usen.ml 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY AND ALL BISABORIEM. 16C. DATE SIGNED 12-Mar-2013	IT MODI	FIES THE CONTRAC	CT/ORDER NO. AS DESCRIBED IN ITE	EM 14			
office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). X C. THIS SUPPLEMENT AL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.212-4(c) D. OTHER (Specify type of modification and authority) E. IMPORT ANT: Contractor is not, is not, is required to sign this document and return operation of the issuing office. 14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 0002AC, 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AB, 4) Incorporate and exercise SLIN 0002AH, 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) USA BOTKIN/CONTRACTING OFFICER (Type or print) USA BOTKIN/CONTRACTING OFFICER (Type or print) USA BOTKIN/CONTRACTING OFFICER (Type or print) 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY 12-Mar-2013		ANT TO: (Specify au	thority) THE CHANGES SET FORTH I	IN ITE	EM 14 ARE MA	DE IN T	HE
FAR 52.212-4(c) D. OTHER (Specify type of modification and authority) E. IMPORT ANT: Contractor is not, is required to sign this document and return copies to the issuing office. 14. DESCRIPT ION OF AMENDMENT/MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 0002AC; 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AD; 4) Incorporate and exercise SLIN 0002AH; 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) USA BOTKIN/CONTRACTING OFFICER (Type or print) USA BOTKIN/CONTRACTING OFFICER TEL: 703-402-5099 EMAIL: Issa.botkin@usmc.mil 16C. DATE SIGNED 12-Mar-2013	office, appropriation date, etc.) SET FORT1	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			changes is	n paying
E. IMPORT ANT: Contractor is not, is required to sign this document and return opies to the issuing office. 14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 0002AC; 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AD, 4) Incorporate and exercise SLIN 0002AH; 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) 15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED 12-Mar-2013	[A]	ENTERED INTO PU	RSUANT TO AUTHORITY OF:				
14. DESCRIPTION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 0002AC; 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AD, 4) Incorporate and exercise SLIN 0002AH; 5) Update SLIN 0002AE NTE amount; 6) Update the Milestone Billing Schedule and incorporate the updated PWS; and 7) Extend the PoP until 14 April 2013 for SLIN 0002AF. All other terms and conditions remain unchanged. Therefore, the contract is modified as follows: Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) 15B. CONTRACTING OFFICER 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED 12-Mar-2013	D. OTHER (Specify type of modification and a	uthority)					
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Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect. 15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa.botkin@usmc.ml 15B. CONT RACT OR/OFFEROR 15C. DATE SIGNED BY 12-Mar-2013	where feasible.) Modification Control Number: storaker131806 The purpose of modification P00004 to task order M67854-13-F-4802 is to: 1) Exercise CLIN 3009; 2) Add 1 month of funding and extend the PoP for SLINs 0001AA, 0002AA, 0002AC; 3) Decrease total cost and PoP by 1 month for SLINs 0001AB, 0002AB, 0002AD; 4) Incorporate and exercise SLIN 0002AH; 5) Update SLIN 0002AE NTE amount; 6) Update						
15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa.botkin@usmc.mil 15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED BY 12-Mar-2013	All other terms and conditions remain unchanged. Therefore, the contract is modified as follows:						
LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa botkin@usmc.mil 15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY 12-Mar-2013							
15B. CONTRACT OR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED 12-Mar-2013	15A. NAME AND TITLE OF SIGNER (Type or 1	print)	LISA BOTKIN / CONTRACTING OFFICER				or print)
BY JISA R - Batkin 12-Mar-2013	ISD CONTEDACTOR/OFFEROR	15C DATE GOVER			:MAIL: lisa.botkin@i		CC DATE GOVER
	13b. CONTRACTOR/OFFEROR	ISC. DATE SIGNEL			astki		OC. DATE SIGNED
	(Signature of person authorized to sign)						12-Mar-2013

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM



SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0001AA

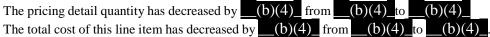
The CLIN extended description has changed from TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in four equal payments in accordance with the proposed Milestone Billing Schedule (MBS). to TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in five equal payments in accordance with the proposed Milestone Billing Schedule (MBS)...

The pricing detail quantity has increased by (b)(4) from (b)(4) to (b)(4).

The total cost of this line item has increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0001AB

The CLIN extended description has changed from TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in eight equal payments in accordance with the proposed Milestone Billing Schedule (MBS). to TFDW Operations & Support (O&S) and Maintenance in accordance with attached PWS Objectives 1.1 through 1.4, 1.6 and 1.7, inclusive of any and all travel and ODCs as required to meet these Objectives. To be invoiced in seven equal payments in accordance with the proposed Milestone Billing Schedule (MBS)..



SUBCLIN 0002AA

The pricing detail quantity has increased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AB

The pricing detail quantity has decreased by 1 (b)(4) from (b)(4) to (b)(4). The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AC

The pricing detail quantity has increased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has increased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AD

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AE

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4)The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4)

CLIN 3009

The option status has changed from Option to Option Exercised. The MILSTRIP M9545013RCG2093 has been added.

SUBCLIN 0002AH is added as follows:

SUPPLIES/SERVICES ITEM NO **QUANTITY** UNIT **UNIT PRICE AMOUNT** 0002AH 207,686.87 Each $(b)(4)_{-}$ (b)(4)**EXERCISED**

ECPs 1683, 1760, and 1769 OPTION

FFP

ECPs 1683, 1760, and 1769, in accordance with the attached PWS Sections 1.8.2.10, 1.8.2.11, and 1.8.2.12, inclusive of any and all travel and ODCs. The PoP is thru 31 March 2013. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M9545013RCG2093

PURCHASE REQUEST NUMBER: M9545013RCG2093

NET AMT

ACRN AA

CIN: M9545013RCG20930002AH

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by



SUBCLIN 0001AA:

AA: 17311061A2A 257 67854 067443 2D M95450 3RCG209310LW (CIN M9545013RCG20930001) was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AA:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000050002AA) was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AC:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000050002) was increased by $\underline{\hspace{1cm}}(b)(4)$ from $\underline{\hspace{1cm}}(b)(4)$ to $\underline{\hspace{1cm}}(b)(4)$

SUBCLIN 0002AH:

Funding on SUBCLIN 0002AH is initiated as follows:

ACRN: AA

CIN: M9545013RCG20930002AH

Acctng Data: 17311061A2A 257 67854 067443 2D M95450

Increase: (b)(4)

Total: $\underline{}$ (b)(4)_

Cost Code: 3RCG209310LW

CLIN 3009:

AA: 17311061A2A 257 67854 067443 2D M95450 3RCG209310LW (CIN M9545013RCG20933009) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AA has been added.

The CIN M9545013RCG20933009 has been added. The Cost Code 3RCG209310LW has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for SUBCLIN 0001AA has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854 14-MAR-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET

OUANTICO VA 22134-6050

703-784-4691 FOB: Destination To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-NOV-2012 TO

14-APR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0001AB has been changed from:

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-MAR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AA has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO

31-MAR-2013

(

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

POP 18-DEC-2012 TO 14-APR-2013

N/A

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AB has been changed from:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AC has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 18-DEC-2012 TO

31-MAR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

POP 18-DEC-2012 TO

14-APR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AD has been changed from:

N/A

N/A

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 15-APR-2013 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item for SUBCLIN 0002AF has been changed from:

N/A

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 04-FEB-2013 TO

31-MAR-2013

COLOLINEED MADDIE CODD

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

To:

POP 04-FEB-2013 TO N/A

14-APR-2013

COMMANDER, MARINE CORPS SYSTEMSM67854 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET

QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AH:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 05-MAR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3009:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 05-MAR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AH:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

(b)(4)

The following have been modified:

CLIN

0002AA

0002AA

0002AA

MILESTONE BILLING SCHEDULES

3

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

 Payment No.
 Month / Year
 Amount Due

 1
 Jan-13
 (b)(4)

 2
 Feb-13
 (b)(4)

Mar-13

0002AA	4	Apr-13 <u>(b)(4)</u>
0002AB	5	May-13 <u>(b)(4)</u>
0002AB	6	Jun-13 <u>(b)(4)</u>
0002AB	7	Jul-13 <u>(b)(4)</u>
0002AB	8	Aug-13 <u>(b)(4)</u>
0002AB	9	Sep-13 <u>(b)(4)</u>
0002AB	10	Oct-13 <u>(b)(4)</u>
0002AB	11	Nov-13 <u>(b)(4)</u>
	Total FFP	(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
0002AC	4	Apr-13	(b)(4)_
0002AD	5	May-13	(b)(4)_
0002AD	6	Jun-13	(b)(4)_
0002AD	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP	_	(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AF	1	Feb-13	(b)(4)
0002AF	2	Mar-13	(b)(4)_
0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
0002AG	5	Jun-13	(b)(4)_
0002AG	6	Jul-13	(b)(4)_
0002AG	7	Aug-13	(b)(4)_

0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 2001–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

Offerors should review their existing contractual arrangements to determine whether they believe a potential conflict of interest exists, at any tier. If an Offeror believes a potential conflict of interest exists, the Offeror is required to notify the Contracting Officer within seven (7) calendar days of the date of this solicitation. The Offeror shall provide at this time: (1) the contract number and name and phone number of the Contracting Officer for the contract which gives rise to a potential organizational conflict of interest; (2) a copy of the requirement; (3) the statement of work (or technical instruction) from the existing contract; (4) a brief description of the type of work to be performed by each subcontractor under the competitive procurement; (5) a proposed mitigation plan; (6) and any additional information the Contracting Officer should consider in making a determination of whether a conflict of interest exists.

The Government may independently verify the information received from the Contractor. Notwithstanding the above, the Government reserves the right to determine whether a conflict of interest exists based on any information received from any source. Any Offeror who is determined to have an Organizational Conflict of Interest that cannot, in the Government's opinion, be mitigated, will be deemed ineligible to participate in the current competition and will have their proposal rejected.

The Government will notify an Offeror of any conflict of interest within fourteen (14) calendar days of receipt of all required information. Those Offerors deemed to have a conflict of interest may be ineligible for award. Failure to provide the information in a timely manner does not waive the Government's rights to make a conflict of interest determination. The Offeror is notified that proposal preparation and any expenditure is at its own risk and will not be reimburesed by the Government if it is determined that an organizational conflict of interest exists.

Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00003.

The attached Milestone Billing Schedule, Attachment (2), is hereby updated and incorporated into the contract.

(End of Summary of Changes)

			1. CONTRACT	ID CODE	PAGE OF PAGES
AMENDMENT OF SOLICIT	ATION/MODII	FICATION OF CONTRACT	J		1 9
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.		5. PROJECT	T NO.(If applicable)
P00003	04-Feb-2013	SEE SCHEDULE			
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (Ifother than item 6)	COD	E	
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6			
8. NAME AND ADDRESS OF CONTRACTOR	(No., Street, County,	State and Zip Code)	9A. AMENDME	ENT OF SC	OLICIT AT ION NO.
SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR			9B. DATED (SE	E ITEM 1	1)
MC LEAN VA 22102-3703		>	10A. MOD. OF M67854-13-F-4		CT/ORDER NO.
			10B. DATED (SEE ITEM	[13)
CODE 5UTP8	FACILIT Y COI	JE	09-Nov-2012		
11	THIS ITEM ONLY A	APPLIES TO AMENDMENTS OF SOLICIT	TATIONS		
The above numbered solicitation is amended as set for	h in Item 14. The hour and	date specified for receipt of Offer	is extended,	is not exte	ended.
Offer must acknowledge receipt of this amendment pri (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a RECEIVED AT THE PLACE DESIGNATED FOR T REJECTION OF YOUR OFFER. If by virtue of this a provided each telegram or letter makes reference to the	copies of the amendmen eference to the solicitation HE RECEIP TOF OFFERS mendment you desire to cha	nt; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR ACT PRIOR TO THE HOUR AND DATE SPECIFIED M ange an offer already submitted, such change may be to	on each copy of the offe KNOWLEDGMENT T IAY RESULT IN made by telegram or lett	Ю ВЕ	
12. ACCOUNT ING AND APPROPRIATION D	ATA (If required)				
See Schedule					
		TO MODIFICAT IONS OF CONTRACT S/C CT/ORDER NO. AS DESCRIBED IN ITEM			
A. THIS CHANGE ORDER IS ISSUED PURS CONTRACT ORDER NO. IN ITEM 10A.	JANT TO: (Specify a	uthority) THE CHANGES SET FORTH IN	TITEM 14 ARE MA	ADE IN TI	HE
	TH IN ITEM 14, PUR	SUANT TO THE AUTHORITY OF FAR 4		s changes in	n paying
X C. THIS SUPPLEMENT AL AGREEMENT IS FAR 52.212-4(c).	S ENTERED INTO PU	JRSUANT TO AUTHORITY OF:			
D. OTHER (Specify type of modification and	authority)				
E. IMPORT ANT: Contractor is not,	X is required to sig	gn this document and return 1 c	opies to the issuing	office.	
 14. DESCRIPT ION OF AMENDMENT /MODIFICAT ION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: storaker131477 The purpose of modification P00003 to task order M67854-13-F-4802 is to: 1) Incorporate option SLINs 0002AF and 0002AG, exercise option 0002AF, and update the pricing of SLIN 0002AE; 2) Update the Service Acceptor in DFARS 252.232-7006; 3) Update Special Contract Requirements; and 4) Incorporate the updated PWS and incorporate the Milestone Billing Schedule as Attachment (2). All other terms and conditions remain the same. Therefore, the contract is modified as follow s: 					
Except as provided herein, all terms and conditions of the	ocument referenced in Item	9A or 10A, as heretofore changed, remains unchange	ed and in full force and o	effect.	
15A. NAME AND TITLE OF SIGNER (Type of	print)	16A. NAME AND TITLE OF CON' LISA BOTKIN/ CONTRACTING OFFICER			or print)
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNE	TEL: 703-432-5099 D 16B. UNITED STATES OF AMERIC	EMAIL: lisa.botkin@		6C. DATE SIGNED
13B. CONTRACT ON OFTEROR	13C. DATE SIGNE	4 0			
(Signature of person authorized to sign)	-	(Signature of Contracting Office			07-Feb-2013
() I		, 5 5 5 5	,		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by $\underline{}$ (b)(4) from $\underline{}$ (b)(4) to $\underline{}$ (b)(4).

SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0002AE

The pricing detail quantity has decreased by (b)(4) from (b)(4) to (b)(4). The total cost of this line item has decreased by (b)(4) from (b)(4) to (b)(4).

SUBCLIN 0002AF is added as follows:

 ITEM NO
 SUPPLIES/SERVICES
 QUANTITY
 UNIT
 UNIT PRICE
 AMOUNT

 0002AF
 43,515.66
 Each
 (b)(4)
 (b)(4)

 EXERCISED
 FCPs-1749 1750 1752 1754 1755 1756
 FCPs-1749 1750 1752 1754 1755 1756
 FCPs-1749 1750 1752 1754 1755 1756

EXERCISED OPTION EED ECPs-1749, 1750, 1752, 1754, 1755, 1756

FFP

ECPs 1749, 1750, 1752, 1754, 1755, 1756 in accordance with the attached PWS Sections 1.8.2.4, 1.8.2.5, 1.8.2.6, 1.8.2.7, 1.8.2.8, and 1.8.2.9, inclusive of any and all travel and ODCs. The PoP is thru 31 March 2013. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

MILSTRIP: M0008513RC00005

PURCHASE REQUEST NUMBER: M0008513RC00005

NET AMT $\underline{\hspace{1cm}}$ (b)(4)

ACRN AB

CIN: M0008513RC000050002

SUBCLIN 0002AG is added as follows:

ITEM NO 0002AG OPTION

SUPPLIES/SERVICES

QUANTITY 174,062.65

UNIT Each

UNIT PRICE (b)(4) **AMOUNT** _(b)(4)_

ECPs-1749, 1750, 1752, 1754, 1755, 1756

FFP

ECPs 1749, 1750, 1752, 1754, 1755, 1756 in accordance with the attached PWS Sections 1.8.2.4, 1.8.2.5, 1.8.2.6, 1.8.2.7, 1.8.2.8, and 1.8.2.9, inclusive of any and all travel and ODCs. The PoP is thru 31 March 2013. To be invoiced in accordance with the Milestone Billing Schedule.

FOB: Destination

NET AMT

(b)(4)

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4)

SUBCLIN 0002AF:

Funding on SUBCLIN 0002AF is initiated as follows:

ACRN: AB

CIN: M0008513RC000050002

Acctng Data: 17311064A4G 251 00027 067443 2D 4A4G

Increase: (b)(4)

Total: (b)(4)

Cost Code: 08513RC00005

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to SUBCLIN 0002AF:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 04-FEB-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

31-MAR-2013 **COMMAND**

> MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691

FOB: Destination

The following Delivery Schedule item has been added to SUBCLIN 0002AG:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 01-APR-2013 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AF:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 0002AG:

INSPECT AT INSPECT BY ACCEPT AT ACCEPT BY
Destination Government Destination Government

The following have been modified:

MILESTONE BILLING SCHEDULES

ECP 1 Billing Schedule: CLINS 0002AA, 0002AB

CLIN	Payment No.	Month / Year	Amount Due
0002AA	1	Jan-13	(b)(4)_
0002AA	2	Feb-13	(b)(4)_
0002AA	3	Mar-13	(b)(4)_
0002AB	4	Apr-13	(b)(4)_
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0002AB	6	Jun-13	(b)(4)_
0002AB	7	Jul-13	(b)(4)_
0002AB	8	Aug-13	(b)(4)_
0002AB	9	Sep-13	(b)(4)_
0002AB	10	Oct-13	(b)(4)_
0002AB	11	Nov-13	(b)(4)_
	Total FFP		(b)(4)_

ECP 2 Billing Schedule: CLINS 0002AC, 0002AD

CLIN	Payment No.	Month / Year	Amount Due
0002AC	1	Jan-13	(b)(4)_
0002AC	2	Feb-13	(b)(4)_
0002AC	3	Mar-13	(b)(4)_
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0002AD	7	Jul-13	(b)(4)_
0002AD	8	Aug-13	(b)(4)_
0002AD	9	Sep-13	(b)(4)_
0002AD	10	Oct-13	(b)(4)_
0002AD	11	Nov-13	(b)(4)_
	Total FFP	_	(b)(4)_

ECPs 1749, 1750, 1752, 1754, 1755, 1756 Billing Schedule

CLIN	Payment	Month /	Amount
	No.	Year	Due
0002AF	1	Feb-13	(b)(4)_
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0002AG	3	Apr-13	(b)(4)_
0002AG	4	May-13	(b)(4)_
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0002AG	8	Sep-13	(b)(4)_
0002AG	9	Oct-13	(b)(4)_
0002AG	10	Nov-13	(b)(4)_
		Total FFP	(b)(4)_

SPECIAL CONTRACT REQUIREMENTS

DESCRIPTION/PERFORMANCE WORK STATEMENT

The Total Force Data Warehouse (TFDW) requirement is to operate, maintain, and enhance the TFDW system capability. All performance shall be accomplished in accordance with the attached Performance Work Statement (PWS), Attachment (1) and the contractor's quotation (incorporated by reference only).

Period of Performance

The contract term will be a base period of twelve (12) months and two (2) one-year option periods to be exercised at the discretion of the Government. If the Government does not award a follow-on task order in time, the Government may require the Contractor to continue performance for an additional period up to six months under FAR 52.217-8 Option to Extend Services clause.

The period of performance for this task order is as follows:

CLIN 0001 – 15 November 2012 – 14 November 2013

Option CLIN 0002 – 15 November 2012 – 14 November 2013 (To be exercised at the discretion of the Government)

Option CLIN 1001 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

Option CLIN 1002 – 15 November 2013 – 14 November 2014 (To be exercised at the discretion of the Government)

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Option CLIN 2002–15 November 2014 – 14 November 2015 (To be exercised at the discretion of the Government)

Option CLINs 3001–3010 To be exercised at any point during the total life of the task order at the discretion of the Government

Place of Performance

Anticipated place of performance during this effort shall be in accordance with the attached PWS.

NOTIFICATION OF POTENTIAL ORGANIZATIONAL CONFLICT(S) OF INTEREST

The Offeror is reminded that certain existing contractual arrangements may preclude, restrict or limit participation, in whole or in part, as either a subcontractor or as a prime Contractor under this competitive procurement. Of primary concern are those existing contractual arrangements in which a Contractor provides support to programs, operations or related activities for Marine Corps Systems Command Product Group 10. General guidance may be found in FAR 9.505; however, this guidance is not all inclusive. The Offeror's attention is directed to the "Organizational Conflict of Interest" (or similar) requirement which may be contained in current or completed contract(s) which prohibits the prime or subcontractor from providing certain supplies or services to the Government as described above during the period of the current "support" contract(s) or for a period after completion of the "support" contract(s).

Notwithstanding the existence or non-existence of an Organizational Conflict of Interest (OCI) clause or similar requirement in current or completed contract(s), the Offeror shall comply with FAR 9.5 and identify whether an OCI exists and not rely solely on the presence of an OCI requirement.

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Any Offeror that proposes a subcontractor later determined to have a conflict of interest and deemed ineligible to participate in the current competition, may not be granted the opportunity to revise its proposal to remove the ineligible subcontractor. The Government reserves the right to determine which Offerors continue as part of the evaluation through the normal source selection process.

If the Offeror determines that a potential organizational conflict of interest does not exist at any tier, the Offeror shall include a statement to that effect in its Executive Summary in response to this solicitation.

LIST OF ATTACHMENTS

Attachments

Attachment (1) Performance Work Statement (PWS)

Attachment (2) Milestone Billing Schedule

The attached Performance Work Statement, Attachment (1), replaces the PWS provided in P00001.

The attached Milestone Billing Schedule, Attachment (2), is hereby incorporated into the contract.

252.232-7006 WIDE AREA WORKFLOW PAYMENT INSTRUCTIONS (JUN 2012)

(a) Definitions. As used in this clause--

Department of Defense Activity Address Code (DoDAAC) is a six position code that uniquely identifies a unit, activity, or organization.

Document type means the type of payment request or receiving report available for creation in Wide Area WorkFlow (WAWF).

Local processing office (LPO) is the office responsible for payment certification when payment certification is done external to the entitlement system.

- (b) Electronic invoicing. The WAWF system is the method to electronically process vendor payment requests and receiving reports, as authorized by DFARS 252.232-7003, Electronic Submission of Payment Requests and Receiving Reports.
- (c) WAWF access. To access WAWF, the Contractor shall--
- (1) Have a designated electronic business point of contact in the Central Contractor Registration at https://www.acquisition.gov; and
- (2) Be registered to use WAWF at https://wawf.eb.mil/ following the step-by-step procedures for self-registration available at this Web site.
- (d) WAWF training. The Contractor should follow the training instructions of the WAWF Web-Based Training Course and use the Practice Training Site before submitting payment requests through WAWF. Both can be accessed by selecting the ``Web Based Training" link on the WAWF home page at https://wawf.eb.mil/.
- (e) WAWF methods of document submission. Document submissions may be via Web entry, Electronic Data Interchange, or File Transfer Protocol.
- (f) WAWF payment instructions. The Contractor must use the following information when submitting payment requests and receiving reports in WAWF for this contract/order:
- (1) Document type. The Contractor shall use the following document type(s).

The contractor is directed to use the "2-in-1" format when processing invoices and receiving reports. For all requirements, the contractor shall use the Marine Corps Systems Command DODAAC M67854 and extension **PM10** (i.e., M67854 ext **PM10**) as the DODAAC and extension for all shipping addresses.

(2) Inspection/acceptance location. The Contractor shall select the following inspection/acceptance location(s) in WAWF, as specified by the contracting officer.

Not	app	olicable.
-----	-----	-----------

(3) Document routing. The Contractor shall use the information in the Routing Data Table below only to fill in applicable fields in WAWF when creating payment requests and receiving reports in the system.

Routing Data Tabl	e*			
Field Name in WAWF	Data to be entered in WAWF			
Pay Official DoDAAC	M67443			
Issue By DoDAAC	M67854			
Admin DoDAAC	M67854			
Inspect By DoDAAC	N/A			
Ship To Code	N/A			

Ship From Code	N/A
Mark For Code	N/A
Service Approver (DoDAAC)	N/A
Service Acceptor (DoDAAC)	M67854 ext PM10
Accept at Other DoDAAC	N/A
LPO DoDAAC	N/A
DCAA Auditor DoDAAC	N/A
Other DoDAAC(s)	N/A

(4) Payment request and supporting documentation. The Contractor shall ensure a payment request includes appropriate contract line item and subline item descriptions of the work performed or supplies delivered, unit price/cost per unit, fee (if applicable), and all relevant back-up documentation, as defined in DFARS Appendix F, (e.g. timesheets) in support of each payment request.

(5) WAWF email notifications. The Contractor shall enter the email address identified below in the	`Send
Additional Email Notifications" field of WAWF once a document is submitted in the system.	

N/A	
-----	--

(g) WAWF point of contact. (1) The Contractor may obtain clarification regarding invoicing in WAWF from the following contracting activity's WAWF point of contact.

The Contracting Officer's Representative (COR), Michael W. Wright, can be reached via e-mail at michael.w.wright1@usmc.mil or by phone at (703) 784-4691. The Marine Corps WAWF contact is Susan Dibianca can be reached via e-mail at susan.dibianca@taic.net or by phone at 540-322-2897 x3210.

(2) For technical WAWF help, contact the WAWF helpdesk at 866-618-5988.

(End of clause)

(End of Summary of Changes)

	TIONALODIE	ICATION OF CONTRA CT	1	1. CONTRACT ID CODE	PAGE OF PAGES		
AMENDMENT OF SOLICITA	HON/MODIF	ICATION OF CONTRACT		J	1 6		
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/ PURCHASE REQ. NO.	L.	5. PROJEC	T NO.(If applicable)		
P00002	20-Dec-2012	SEE SCHEDULE					
6. ISSUED BY CODE	M67854	7. ADMINISTERED BY (If other than item 6)		CODE			
MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2200 LESTER STREET QUANTICO VA 22134-6050		See Item 6					
8 NAME AND ADDRESS OF CONTRACTOR (No. Street County S	tate and Zin Code)	9A.	. AMENDMENT OF S	OLICIT AT ION NO.		
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) SCIENCE APPLICATIONS INTERNATIONAL CORPO JONATHAN DAVIS 1710 SAIC DR				9B. DATED (SEE ITEM 11)			
MC LEAN VA 22102-3703			x 104 M6	A. MOD. OF CONTRA 7854-13-F-4802	CT/ORDER NO.		
				B. DATED (SEE ITE)	И 13)		
CODE 5UTP8	FACILIT Y COD	E	X 09-Nov-2012				
		PPLIES TO AMENDMENT S OF SOLICI					
The above numbered solicitation is amended as set forth	in Item 14. The hour and o	late specified for receipt of Offer	is ex	stended, is not ex	tended.		
Offer must acknowledge receipt of this amendment prior (a) By completing Items 8 and 15, and returning or (c) By separate letter or telegram which includes a ref RECEIVED AT THE PLACE DESIGNATED FOR THE REJECTION OF YOUR OFFER. If by virtue of this ame provided each telegram or letter makes reference to the se	copies of the amendment erence to the solicitation a E RECEIP T OF OFFERS F ndment you desire to char	; (b) By acknowledging receipt of this amendment and amendment numbers. FAILURE OF YOUR AC PRIOR TO THE HOUR AND DATE SPECIFIED age an offer already submitted, such change may be	t on each CKNOW MAY RE e made by	copy of the offer submitted LEDGMENT TO BE SSULT IN telegram or letter,	;		
12. ACCOUNT ING AND APPROPRIATION DA	ΓA (If required)						
See Schedule							
		TO MODIFICAT IONS OF CONTRACTS T/ORDER NO. AS DESCRIBED IN ITE		RS.			
A. THIS CHANGE ORDER IS ISSUED PURSUA CONTRACT ORDER NO. IN ITEM 10A.	ANT TO: (Specify au	thority) THE CHANGES SET FORTH I	N ITEM	1/14 ARE MADE IN T	'HE		
B. THE ABOVE NUMBERED CONTRACT/OF office, appropriation date, etc.) SET FORT!	H IN ITEM 14, PURS	UANT TO THE AUTHORITY OF FAR			in paying		
X C. THIS SUPPLEMENT AL AGREEMENT IS I FAR 52.217-9 Option to Extend the Term of th		RSUANT TO AUTHORITY OF:					
D. OTHER (Specify type of modification and a	uthority)						
E. IMPORT ANT: Contractor X is not,	is required to sign	n this document and return	copies	to the issuing office.			
14. DESCRIPT ION OF AMENDMENT /MODIFIC where feasible.) Modification Control Number: storaker131 The purpose of modification P00002 to task ord 1) Exercise Option CLINs 3001-3007.	047		ation/co	ontract subject matter			
All other terms and conditions remain unchanged.							
Except as provided herein, all terms and conditions of the doc	cument referenced in Item 9	A or 10A, as heretofore changed, remains unchang	ged and i	n full force and effect.			
15A. NAME AND TITLE OF SIGNER (Type or p	orint)	16A. NAME AND TITLE OF CON LISA BOTKIN / CONTRACTING OFFICER			e or print)		
15B. CONT RACT OR/OFFEROR	15C. DATE SIGNEI	TEL: 703-432-5099 16B. UNITED STATES OF AMER		AlL: lisa.botkin@usmc.mil	6C. DATE SIGNED		
122. CONTRACT ON OFFERON	130. DATE SIGNET	BY Sua R-					
(Signature of person authorized to sign)		(Signature of Contracting Offi			20-Dec-2012		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by (b)(4) from (b)(4) to (b)(4)

SUPPLIES OR SERVICES AND PRICES

CLIN 3001

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3002

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3003

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3004

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3005

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3006

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

CLIN 3007

The option status has changed from Option to Option Exercised. The MILSTRIP M0008513RC00005 has been added.

ACCOUNTING AND APPROPRIATION

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by (b)(4) from (b)(4) to (b)(4) CLIN 3001:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053001) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053001 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3002:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053002) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053002 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3003:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053003) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053003 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3004:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053004) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053004 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3005:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053005) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053005 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3006:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053006) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053006 has been added.

The Cost Code 08513RC00005 has been added.

CLIN 3007:

AB: 17311064A4G 251 00027 067443 2D 4A4G 08513RC00005 (CIN M0008513RC000053007) was increased by (b)(4) from (b)(4) to (b)(4)

The contract ACRN AB has been added.

The CIN M0008513RC000053007 has been added.

The Cost Code 08513RC00005 has been added.

DELIVERIES AND PERFORMANCE

The following Delivery Schedule Item has been deleted from CLIN 0002:

DELIVERY DATE UIC QUANTITY SHIP TO ADDRESS

POP 15-NOV-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET **QUANTICO VA 22134-6050**

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3001:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-DEC-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 **COMMAND**

> MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3002:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-DEC-2012 TO COMMANDER, MARINE CORPS SYSTEMSM67854 N/A

14-NOV-2013 COMMAND

> MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3003:

POP 20-DEC-2012 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET OUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3004:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-DEC-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

N/A

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3005:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-DEC-2012 TO N/A COMMANDER, MARINE CORPS SYSTEMSM67854

14-NOV-2013 COMMAND

N/A

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3006:

DELIVERY DATE QUANTITY SHIP TO ADDRESS UIC

POP 20-DEC-2012 TO

14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854

COMMAND

MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050

703-784-4691 FOB: Destination

The following Delivery Schedule item has been added to CLIN 3007:

POP 20-DEC-2012 TO N/A 14-NOV-2013

COMMANDER, MARINE CORPS SYSTEMSM67854 COMMAND MICHAEL W WRIGHT 2200 LESTER STREET QUANTICO VA 22134-6050 703-784-4691

FOB: Destination

(End of Summary of Changes)